

Recorded February 10, 1960 at 9:47 A. M. Liber 9

THE SHUPING MANUFACTURING COMPANY, INC.

CERTIFICATE OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Warren A. Shuping, whose post office address is 1655 Laurant Road, Hagerstown, Maryland, Catherine J. Shuping, whose post office address is 1655 Laurant Road, Hagerstown, Maryland, and John S. Hollyday, whose post office address is 82 West Washington Street, Hagerstown, Maryland, all being of legal age, do, under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is

THE SHUPING MANUFACTURING COMPANY, INC.

THIRD: That the purposes for which the corporation is formed and the business or objects to be carried on and promoted by it are as follows:

1. To manufacture iron, steel, tin, coke, copper, lumber, plastics and all or any articles consisting or partly consisting of iron, steel, tin, coke, copper, lumber, plastics or any other materials, and all or any products thereof.

2. To engage in and carry on the business of importing, exporting, manufacturing, producing, buying, selling, and otherwise dealing in and with goods wares and merchandise of every class and description.

3. To conduct and carry on the business of Civil Engineers and to design and construct highways, streets, developments, structures and all other projects relative thereto.

4. To operate and do business as tool makers, brass founders, metal workers, mill rights, machinists, smiths, builders and mechanical engineers.

5. To apply for, purchase, register or otherwise acquire patents, patent rights, licenses, trademarks, tradenames, copyrights, concessions and the like, conferring any exclusive or non-exclusive or limited right to use any article, invention devise or name and to hold, use, exercise, develop or grant licenses in respect of the property and rights so acquired.

6. To engage in and carry on any other business which may be conveniently conducted in conjunction with the businesses of the corporation.

7. To purchase, lease, hire or otherwise acquire, hold, own, develop, improve, and in any manner dispose of, and to aid and subscribe toward the acquisition, development or improvement of real and personal property and the rights and privileges therein suitable or convenient for any of the business of the corporation.

8. To acquire all or any part of the good will, rights, property and business of any person, firm, association, or corporation heretofore or hereafter engaged in any business similar to any business which the corporation has the power to conduct, and to hold, utilize, enjoy, and in any manner dispose of, the whole or any part of the rights, property, and business so acquired, and to assume in connection therewith any liabilities of any such person, firm, association, or corporation.

9. To purchase or otherwise acquire, and to hold, sell, or otherwise dispose of, and to retire and reissue, shares of its own stock of any class in any manner now or hereafter authorized by law.

10. To borrow or raise money for any of the purposes of the corporation.

11. To carry out all or any part of the foregoing objects as principal, factor, agent, contactor, or otherwise, either alone or through or in conjunction with any person, firm, association, or corporation, and in carrying on its own business and for the purpose of attaining or furthering any of its objects or purposes, to make and perform any contracts, and to do any acts and things, and to exercise any powers suitable, convenient or proper for the accomplishment of any of the objects and purposes herein enumerated or incidental to the powers herein specified, or which at any time may appear conducive to or expedient for the accomplishment of any and such objects and purposes.

FOURTH: The post office address of the place at which the corporation in the State will be located is 319 Howard Street, Hagerstown, Maryland. The resident agent of the corporation is Warren A. Shuping, whose post office address is 319 Howard Street, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland, and actually resides therein.

FIFTH: The corporation shall have three directors and Warren A. Shuping, Catherine J. Shuping and John S. Hollyday shall act as such until their successors are duly chosen and qualified.

SIXTH: The total amount of authorized capital stock of the corporation is One Hundred Thousand (\$100,000.00) Dollars par value, divided into Ten Thousand (10,000) shares of the par value of Ten (\$10.00) Dollars each.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the corporation and of the directors and stockholders:

A. The Board of Directors of the corporation is hereby empowered to authorize the issuance from time to time of shares

of its stock of any class whether now or hereafter authorized and securities convertible into shares of its stock of any class whether now or hereafter authorized for such consideration as said Board of Directors may deem advisable subject to such limitations and restrictions, if any, as may be set forth in the By-laws of the corporation.

B. The Board of Directors shall have the power to mortgage the property of the corporation from time to time without the approval of the stockholders, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the corporation.

C. The above granted powers to the corporation and to the Board of Directors thereof are in furtherance of and not in limitation of the general powers conferred by law upon the Directors of the corporation.

EIGHTH: The duration of the corporation shall be perpetual.

WITNESS our hands and seals this 29th day of May, A.D., 1959.

Witness:

Warren A. Shuping (SEAL)
Warren A. Shuping

Catherine J. Shuping (SEAL)
Catherine J. Shuping

Dorothy B. Hughes

John S. Hollyday (SEAL)
John S. Hollyday

STATE OF MARYLAND, WASHINGTON COUNTY, To-wit:

I HEREBY CERTIFY, That on this 29th day of May, A.D., 1959, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Warren A. Shuping, Catherine J. Shuping and John S. Hollyday, known to me to be the persons whose names are subscribed to the within ~~Certificate~~ Certificate of Incorporation and did each acknowledge the foregoing instrument to be their joint and respective act and deed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my Official Notarial Seal.

Dorothy B. Hughes
Notary Public

ARTICLES OF INCORPORATION
OF
THE SHUPING MANUFACTURING COMPANY

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

FEB 10 9 47 AM '60

LIBER FOLIO
LAND MORTGAGE SALE
G. MERLIN SNYDER
CLERK

approved and received for record by the State Tax Commission of Maryland,
June 3, 1959 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

A 2593

Recorded in Liber *7-138*, folio *276*, one of the Charter Records of the State Tax
Commission of Maryland.

379

Bonus tax paid \$.....20.00..... Recording fee paid \$.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary

Recorded February 10, 1960 at 9:47 A.M. Liber 79

ARTICLES OF INCORPORATION

OF

RAYMOND R. STALEY INC.

THIS IS TO CERTIFY:

FIRST: That we, the undersigned, Raymond R. Staley, whose post office address is Route 2, Williamsport, Maryland, Dorothy Helen Staley, whose post office address is Route 2, Williamsport, Maryland, and Edwin H. Miller, whose post office address is 206 Second National Bank Building, Hagerstown, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators, with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is: "RAYMOND R. STALEY INC."

THIRD: The purposes for which the Corporation is formed are as follows:

(a) To buy, sell and deal in automobiles, motors and vehicles of all kinds, and in all articles and supplies used in connection therewith.

(b) To buy, sell, store and repair automobiles and motor vehicles of all description, and their parts and accessories; and to manufacture and sell automobile tops, bodies and other motor vehicle parts.

(c) To lease, purchase, sell and otherwise deal in all machines, tools, implements, apparatus, equipment, accessories and appliances of every kind used in connection with the manufacturing, repairing or replacement of all makes of automobiles, and generally to deal in, at wholesale and retail, any materials whatsoever necessary or convenient in the manufacture of motor vehicles or parts incident thereto.

(d) To procure, purchase or sell, manufacture, repair, vulcanize and otherwise work and deal in all kinds of automobile and truck tires, including pneumatic and solid tires.

(e) To manufacture, buy, sell and deal in, at wholesale and retail, all oils, greases, gasoline and all other

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materials used in, on or about an automobile truck or motor vehicle of any kind.

(f) To carry on the business of painting automobiles and motor vehicles and to manufacture, purchase, and sell paints, varnishes, oils, fillers, stains, colors, enamels, compounds and coatins, putty, glass and other supplies incidental thereto.

(g) To conduct a general garage and storage place for automobiles, trucks and motor vehicles of every kind; to procure, own, sell and otherwise deal in and repair tractors or any other kinds of machinery or personal property; to procure, manufacture, purchase, own and sell all kinds of tools, appliances, machinery or equipment used or desired in the furtherance of said object.

(h) To subscribe for, acquire, sell, hold, exchange and deal in shares of stock, bonds, obligations or securities of any public or private corporation, government or municipality, and have the express power to hold, purchase, or otherwise acquire, and to sell, assign, transfer, mortgage or otherwise dispose of absolutely or upon condition shares of the capital stock, bonds or other evidences of indebtedness created by any other corporation or corporations, and while the owner thereof to exercise all of the incidents of ownership.

(i) To buy, sell, deal in and improve, real estate wheresoever situate and fixtures and personal property incident thereto and connected therewith; to acquire by purchase, lease, hire, or otherwise, lands, tenements, hereditaments, or any interest therein and to improve the same; to sell, lease, mortgage, pledge or otherwise dispose of the lands or other property of the corporation absolutely or upon condition.

(j) To apply for, acquire, hold, use, sell, mortgage, license, assign or otherwise dispose of Letters Patent of the United States or of any foreign country as well as acquire and dispose of licenses, privileges, inventions, improvements, processes and trademarks relating to or useful in connection with any business carried on by the Corporation.

(k) To carry on any other business in connection therewith which may seem to the Corporation to be calculated, directly or indirectly, to effectuate the aforesaid objects, or any of them, or to facilitate it in the transaction of its aforesaid business, or any party thereof, or in the transaction of any other business that may be calculated, directly or indirectly, to enhance the value of its property and rights, not contrary to the Laws of the State of Maryland. The said Corporation shall enjoy and exercise all the powers and rights conveyed by Statute upon the Corporation, and the enumeration of the specific powers in these Articles of Incorporation are in furtherance of and not in limitation of the General Powers conferred by law.

FOURTH: The post office address of the principal office of the corporation in this State is: Pinesburg, Washington County, Maryland. The name and post office address of the Resident Agent of the Corporation in this State is: Raymond R. Staley, Route 2 (Pinesburg), Williamsport, Maryland. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is ten thousand (10,000) shares of the par value of Ten (\$10.00) Dollars per share, all of one class, and having an aggregate value of One Hundred Thousand (\$100,000.00) Dollars.

SIXTH: The Corporation shall have three (3) directors and Raymond R. Staley, Dorothy Helen Staley and Gene Raymond Hutzell shall act as such until the first annual meeting or until their successors are duly chosen and qualify.

SEVENTH: The management of the property, business and affairs of the Corporation shall be vested in the Board of Directors, who shall dictate its general business policy and, subject to any provisions of Statute or to the vote of its stockholders, determine all matters and questions pertaining to its business and affairs.

1. The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, and securities convertible into shares of any class of its stock, whether now or hereafter authorized, for such considerations as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the corporation.

2. The Board of Directors shall have the power to fix the salaries of officers and employees, and although the directors may be also employees or officers of the company their vote shall be counted and the action just as binding on the corporation as if they were not directors or stockholders.

3. The Board of Directors shall have the power to mortgage the property of the Corporation from time to time without the approval of the stockholders, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the Corporation.

4. The Board of Directors shall from time to time determine whether, and to what extent, and at what times and places, and under what conditions and regulations, the accounts and books of the corporation, or any of them, shall be open to the inspection of the stockholders, and no stockholder shall have the right to inspect any account, book or document of the Corporation except as conferred by the Statutes of Maryland or as authorized by the Board of Directors or by a resolution of the stockholders.

5. The above granted powers to the corporation and to the Board of Directors thereof are in furtherance of and not in limitation of the general powers conferred by law upon the Directors of the Corporation.

6. The Board of Directors of the Corporation is hereby empowered to authorize the issuance of Three Thousand One Hundred and Seventy (3,170) fully paid and nonassessable shares of the

par value of Ten (\$10.00) Dollars each for the following consideration: All real estate, buildings, fixtures, tools, trucks, salvage equipment, inventory of automobile parts, stationery supplies, accounts receivable and all other assets presently used by Raymond R. Staley in the salvage business operated under his individual name, this Corporation to assume all of the liabilities of said business as shown in the auditor's statement submitted with the proposal to transfer the assets of the business to the Corporation for the stock hereinabove authorized. The actual value of said consideration fixed by the incorporators is not less than Thirty One Thousand, Seven Hundred (\$31,700.00) Dollars.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 17th day of ~~May~~^{June}, A. D. 1959.

WITNESS:

Raymond R. Staley (SEAL)
Raymond R. Staley

Dorothy Helen Staley (SEAL)
Dorothy Helen Staley

Olive R. Shupp
OLIVE R. SHUPP

Edwin H. Miller (SEAL)
Edwin H. Miller

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 17th day of ~~May~~^{June}, 1959, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Raymond R. Staley, Dorothy Helen Staley and Edwin H. Miller, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal the day and year last above written.

My comm. exp. 5/1/61

Olive R. Shupp
Notary Public
OLIVE R. SHUPP

ARTICLES OF INCORPORATION
OF
RAYMOND R. STALEY INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

FEB 10 9 47 AM '60

LIBER FOLIO
LAND C/MORTG C/SALE
G. MERLIN SNYDER
CLERK

approved and received for record by the State Tax Commission of Maryland,
June 18, 1959 at 9:00 o'clock A.M. as in conformity
with law and ordered recorded.

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

A 2669

Recorded in Liber *7-129*, folio *126*, one of the Charter Records of the State Tax
Commission of Maryland.

388

Bonus tax paid \$.....*20.00*..... Recording fee paid \$.....*10.00*.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary

Recorded February 10, 1960 at 9:47 A.M. Liber ~~XX~~ 9

CHAS. A. GIBNEY FLORIST, INC.

ARTICLES OF INCORPORATION

FIRST: WE, THE UNDERSIGNED, Charles A. Gibney, Sr., whose post office address is Route #4, Hagerstown, Maryland, Charles A. Gibney, Jr., whose post office address is Route #4, Hagerstown, Maryland and Charlotte Marie Gibney, whose post office address is Route #4, Hagerstown, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is CHAS. A. GIBNEY FLORIST, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

a. To own, lease, and operate a general mercantile business, both wholesale and retail, without restriction as to location, of buying and selling all kinds of flowers, floral bouquets, floral properties, ornamental shrubs and plants, baskets and other containers, and such kindred lines as may appertain to the same.

b. To acquire by purchase, lease or otherwise, the property, rights, business, good will, franchises and assets or every kind or any corporation, association, firm or individual carrying on in whole or in part of the aforesaid businesses, or either of them, or any other business in whole or in part that the corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof and to pay for any property, rights, business, good will, franchises and assets so acquired in the stocks, bonds, or other securities of the Corporation, or otherwise.

c. To carry on any other business in connection therewith which

may seem to the Corporation to be calculated, directly or indirectly, to effectuate the aforesaid objects, or either of them, or to facilitate it in the transaction of its aforesaid business, or any part thereof, or in the transaction of any other business that may be calculated, directly or indirectly, to enhance the value of its property and rights, not contrary to the Laws of the State of Maryland or any other State in which the Corporation carried on business. The said Corporation shall enjoy and exercise all the power and rights conferred by statute upon the Corporation and enumeration of the specific powers in this Certificate of Incorporation are in futherance of and not in limitation of the general powers conferred by law.

FOURTH: The post office address of the principal office of the Corporation in this State is Route #4, Hagerstown, Maryland. The name and post office address of the resident agent of the Corporation in this State are Charles A. Gibney, Sr., Route #4, Hagerstown, Maryland. Said resident agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is One Thousand (1,000) Shares of the par value of One Hundred Dollars (\$100.00) a share, all of one class, and having an aggregate par value of One Hundred Thousand Dollars (\$100,000.00)

SIXTH: The number of directors of the Corporation shall be three (3) which number may be increased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Charles A. Gibney, Sr., Charles A. Gibney, Jr., and Charlotte Marie Gibney.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(1) The board of directors of the Corporation is hereby empowered

to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on 6-1, 1959.

Witness:

Beverly A. Rohrer

BEVERLY A. ROHRER

Charles A. Gibney Sr
Charles A. Gibney, Sr.

Charles A. Gibney Jr
Charles A. Gibney, Jr.

Charlotte Marie Gibney
Charlotte Marie Gibney

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 1st day of June, 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared Charles A. Gibney, Sr., Charles A. Gibney, Jr., and Charlotte Marie Gibney, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and notarial seal, the day and year last

above written.

My Commission Expires:
May 1, 1961

Beverly A. Rohrer
BEVERLY A. ROHRER
Notary Public



ARTICLES OF INCORPORATION
OF
CHAS. A. GIBNEY FLORIST, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

FEB 10 9 47 AM '60

LIBER FOLIO
LAND RECORDS/SALES
G. MERLIN SWYDER
CLERK

approved and received for record by the State Tax Commission of Maryland,
June 19, 1959 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

A 2686

Recorded in Liber *7139*, folio *223*, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$.....20.00..... Recording fee paid \$.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary

Recorded February 10, 1960 at 9:47 A.M. Liber # 9

THE MACHEN STUDIOS BAND BOOSTER CLUB, INC.

ARTICLES OF INCORPORATION

(Under Section 4)

FIRST: WE, THE UNDERSIGNED, Mr. Jerry LaPole (President) whose post office address is No. 1330 Potomac Avenue, Hagerstown, Maryland,

Mr. Paul Cline (Vice President), whose Post office address is No. 1245 Crescent Road, Hagerstown, Maryland,

Mrs. Jane Hoover, (Recording Secretary), whose post office address is 320 Brookline Avenue, Hagerstown, Maryland,

and Mrs. Julia Morgan (Treasurer), whose post office address is No. - Long Meadow Road, Hagerstown, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is the MACHEN STUDIOS BAND BOOSTER CLUB, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

- (a) To create activities, to retain and promote the interests of all studio bands as a unit.

FOURTH: The post office address of the principal office of the Corporation in this State is No. 1337-1339 Pennsylvania Avenue, Hagerstown, Maryland. The name and post office address of the present resident agent of the Corporation in this State is Mr. Jerry LaPole, 1330 Potomac Avenue, Hagerstown, Maryland. Said resident agent is a citizen of this State and actually resides herein (or a corporation of this State). The resident agent shall always be the President of the Corporation and residents name and address will change either once a year or every two years, pursuant to the By Laws of the Corporation.

FIFTH: The Corporation shall be without capital stock and will not be operated for profit.

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Mr. Donald Rowe, Mr. Edwin

Williams and Mr. Thurman Johes.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these articles of Incorporation
on June 26, 1959.

Jerry LaPole
Jerry LaPole

Paul W. Cline
Paul Cline

Jane Hoover
Jane Hoover

Julia F. Morgan
Julia Morgan

Witness:

Lucie S. Beard

STATE OF MARYLAND,

County of Washington, ss:

I HEREBY CERTIFY that on June 26, 1959, before me, the subscriber, a notary public of the State of Maryland, in and for the County of Washington personally appeared Mr. Jerry LaPole, Mr. Paul Cline, Mrs. Jane Hoover, and Mrs. Julia Morgan and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and notarial seal, the day and year last above written.

Harry C. Beard
Notary Public

My Commission expires May 1, 1961

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ARTICLES OF INCORPORATION
OF
MACHEN STUDIOS BAND BOOSTER CLUB,

STATE OF MD. COUNTY
WASHINGTON COUNTY
RECEIVED FOR RECORD

FEB 10 9 47 AM '60

LIBER FOLIO
LAND OFFICIALS/SALES
G. MERLIN SNYDER
CLERK

approved and received for record by the State Tax Commission of Maryland,
June 29, 1959 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

A 2828

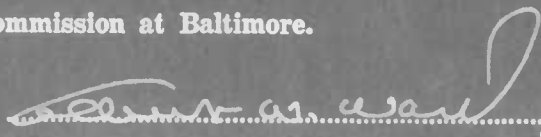
Recorded in Liber 7-140, folio 401, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$...20.00..... Recording fee paid \$.10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED; that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.


Secretary

Received for Record March 8, 1960 at 1:36 P. M. Liber 9

HEISKEL ENGINEERING AND MANUFACTURING COMPANY

STOCK ISSUANCE STATEMENT

Heiskel Engineering and Manufacturing Company, a Maryland corporation having its principal office in Washington County, Maryland, (hereinafter called the Corporation), hereby certifies to the State Tax Commission of Maryland, that:

FIRST: The Corporation has authorized the issuance of three thousand nine hundred (3,900) fully paid and non-assessable shares of the par value of Ten Dollars (\$10.00) per share of the capital stock of the Corporation for the following consideration, namely:

The following consideration, the actual value of which, as determined by the Board of Directors, is not less than Thirty-nine Thousand Dollars (\$39,000.00):

Services rendered to the Corporation and to be rendered to the Corporation by employees and officers of the Corporation.

SECOND: a) The actual value of the consideration to be received by the Corporation, as determined by the Board of Directors, is at least equal to the par value of the shares to be so issued, and;

b) The issuance of said shares of stock on the terms above set forth was duly authorized by the Board of Directors of the Corporation at a meeting held on 2 January 1959

IN WITNESS WHEREOF Heiskel Engineering and Manufacturing Company has caused these presents to be signed in its name and on its behalf by its President or one of its Vice-Presidents, and its corporate seal to be hereunto affixed and attested by its Secretary or one of its Assistant Secretaries, on 15 July, 1959.

ATTEST:

HEISKEL ENGINEERING AND
MANUFACTURING COMPANY


Secretary

By 
President

WASHINGTON:
STATE OF MARYLAND, COUNTY OF ~~WASHINGTON~~

I HEREBY CERTIFY that on *15 Day July*, 1959,
before me, the subscriber, a Notary Public of the State of
Maryland, in and for the County of ~~Washington~~, personally appeared
Lloyd W. Sibney, President of Heiskel Engineering
and Manufacturing Company, a Maryland corporation, and in the
name and on behalf of said corporation acknowledged the foregoing
Stock Issuance Statement to be the corporate act of said corpora-
tion; and at the same time personally appeared

Paul E. Schmidt, Secretary, and made oath in due
form of law that he was Secretary of the meeting of the Board of
Directors at which the issuance of the stock therein mentioned
was approved, and the matters and facts set forth in said
statement are true to the best of his knowledge, information and
belief.

WITNESS my hand and Notarial Seal, the say and
year last above written.

Warren M. Lyman
Notary Public

STOCK ISSUANCE STATEMENT
OF
HEISKEL ENGINEERING AND MANUFACTURING COMPANY

approved and received for record by the State Department of Assessments and Taxation
of Maryland July 20, 1959 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 240

Recorded in Liber *7-143*, folio *265*, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles M. Bantz
Director

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

R 8 1 35 PM '60

REC'D
DEC/10/1960
MERLIN SNYDER
CLERK

Received for Record March 8, 1960 at 1:36 P. M. Liber 9

SHARRETT MOTORS, INC.

ARTICLES OF AMENDMENT

This is to certify:

FIRST: That the Charter of Sharrett Motors, Inc., (formerly Hughes Motor Co., Inc.), a Maryland Corporation, having its principal office in the City of Hagerstown, in Washington County, State of Maryland, (hereinafter called the Corporation), is hereby amended by striking out Paragraph 1 of Article Two and Paragraph 2 of Article Four of the Certificate of Incorporation and inserting in lieu thereof the following:

"Paragraph 1, Article Two: The name of the Corporation which is hereinafter called the "Corporation", is

MASSEY-SHARRETT, INC."

"Paragraph 2, Article Four: The resident agent of the Corporation is Paul C. Massey, whose post office address is 30 East Baltimore Street, Hagerstown, Maryland. Said agent is a citizen of the State of Maryland, and actually resides therein."

SECOND: That the Board of Directors of the Corporation at a meeting duly convened on July 15, 1959, duly advised the Amendment of the Charter of the Corporation hereinabove set forth by preparing a Resolution declaring that said Amendment is advisable and calling a meeting of the Stockholders to take action thereon.

THIRD: That the meeting of the Stockholders of the Corporation called by the Board of Directors of this Corporation as aforesaid, was held at the offices of the Corporation at 30 East Baltimore Street, in Hagerstown, Maryland, on July 15, 1959, pursuant to a Waiver of Notice duly executed and filed

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with the records of the meeting, and at said meeting the stockholders by the affirmative vote of the holders of more than two-thirds of the shares of stock outstanding and entitled to vote duly adopted the Amendment of the Charter of the Corporation hereinabove set forth.

IN WITNESS WHEREOF, the said Sharrett Motors, Inc., has caused these presence to be signed in its name and on its behalf by its President, Paul C. Massey, and its corporate seal to be hereto affixed and duly attested by its Secretary, Helen R. Yeakle, this 16th day of July, A.D., 1959.

Attest as to Corporate
Seal:


Helen R. Yeakle
Helen R. Yeakle, Secretary

SHARRETT MOTORS, INC.

By Paul C. Massey
Paul C. Massey, President


STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 16th day of July, A.D., 1959, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Paul C. Massey, President of Sharrett Motors, Inc., and in the name and on behalf of said Corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said Corporation; and at the same time personally appeared Helen R. Yeakle and made oath in due form of law that she was the Secretary of the meeting of the stockholders of the Corporation at which the Amendment of the Charter of the Corporation set forth in the foregoing Articles of Amendment was adopted, and that the matters and facts set forth in said Articles of Amendment are true to the best of her knowledge, information and belief.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my Notarial Seal.

Robert F. Cushman
Notary Public

My commission expires:
May 1, 1961



ARTICLES OF AMENDMENT

OF

SHARRETT MOTORS, INC.

changing its name to

MASSEY-SHARRETT, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland July 17, 1959 at 1:18 o'clock P. M. as in conformity
with law and ordered recorded.

A 242

Recorded in Liber *7143*, folio *271*, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$ 10.00

To the clerk of the Circuit

Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles J. Bontz
Director

MD.
ON COUNTY
FOR RECORD

1 35 PM '60

FOLIO
FILED/SALE
/DER
CLERK

Del. to other 5. Miller 9/10/73

Received for Record March 8, 1960 at 1:36 P. M. Liber 9

THE CAVETOWN PLANING MILL COMPANY
ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the undersigned, Frank E. Bushey, whose post office address is Cavetown, Washington County, Maryland, George M. Bushey, whose post office address is Cavetown, Washington County, Maryland, Frank E. Bushey, Jr., whose post office address is Cavetown, Washington County, Maryland and William L. Bushey, whose post office address is Cavetown, Washington County, Maryland, each being at least twenty-one (21) years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the general laws of the State of Maryland.

SECOND: That the name of the Corporation (which is hereinafter called the Corporation) is The Cavetown Planing Mill Company.

THIRD: The purposes for which the corporation is formed and the business or objects to be carried on and promoted by it are as follows: To buy and sell and deal in merchandise, farming implements, coal, wood, timber, timber lands, lumber and forest products; to operate saw mills and planing mills and to mill woodwork of all kinds and to sell the same at wholesale or retail; to buy and sell machinery, hardware and goods, wares and merchandise of all kinds and varieties; to deal and handle in all kinds of building materials and road-building materials and all kinds of stone products and stone; to contract for the erection of buildings and to erect the same; to engage in the development of real estate; to build roads, and to contract for the construction of the same, to buy

and sell investment securities, and to employ all kinds of labor for the purpose of carrying out any and all of the above named operations.

In general to carry on any lawful business and to have and exercise all powers conferred by the General Laws of the State of Maryland upon corporations formed thereunder and to exercise and enjoy all powers, rights and privileges granted to or conferred upon corporations of this character by said General Laws now or hereafter in force; the enumeration of certain powers as herein specified not being intended to exclude any such other powers, rights, and privileges.

FOURTH: The post office address of the principal office of the corporation in this State will be located at Cavetown, Washington County, Maryland. The name and post office address of the resident agent of the corporation are George M. Bushey, Cavetown, Washington County, Maryland. Said resident agent is an individual actually residing in the State of Maryland.

FIFTH: The total number of shares of capital stock which the corporation has authority to issue is Five Thousand (5,000) shares of the par value of One Hundred Dollars (\$100.00) per share, all of one class and having an aggregate par value of Five Hundred Thousand Dollars (\$500,000.00).

SIXTH: The number of directors shall be four, which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are: Frank E. Bushey, George M. Bushey, Frank E. Bushey, Jr., and William L. Bushey.

SEVENTH: The following provision is hereby adopted for

the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders: the board of directors of the corporation is hereby empowered to authorize the issuance from time to time of shares of its capital stock of the par value of One Hundred Dollars (\$100.00) per share, for such consideration or considerations as the said board of directors may deem advisable, irrespective of the value or amount of such consideration or considerations, but subject to limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on the 28th day of July, A.D., 1959.

<u>James A. Kipe</u> James A. Kipe	as to	<u>Frank E. Bushey</u> Frank E. Bushey
<u>James A. Kipe</u> James A. Kipe	as to	<u>George M. Bushey</u> George M. Bushey
<u>James A. Kipe</u> James A. Kipe	as to	<u>Frank E. Bushey, Jr.</u> Frank E. Bushey, Jr.
<u>James A. Kipe</u> James A. Kipe	as to	<u>William L. Bushey</u> William L. Bushey

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 28th day of July, A.D., 1959, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Frank E. Bushey, George M. Bushey, Frank E. Bushey, Jr., and William L. Bushey, and each acknowledged the foregoing Articles of Incorporation to be their respective act.

Witness my hand and Official Notarial Seal.

Mark Pryor
Mark Pryor
Notary Public.

ARTICLES OF INCORPORATION
OF
THE CAVETOWN PLANING MILL COMPANY

approved and received for record by the State Department of Assessments and Taxation
of Maryland July 31, 1959 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 445

Recorded in Liber 7145, folio 93, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 100.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles A. Bortz
Director

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

MAR 8 1 35 PM '60

LIBER FOLIO
LAND/C/MORTG/C/SALES
G. MERLIN SNYDER
CLERK

Received for Record March 8, 1960 at 1:36 P. M. Liber 9

ARTICLES OF INCORPORATION
OF
BROOK LANE FARM HOSPITAL, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Howard Y. Musselman, whose post-office address is Orrtanna, Pennsylvania; Adam/Martin, whose postoffice address is Maugansville, Maryland; and Amos C. Baer, whose postoffice address is Maugansville, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations associate ourselves with the intention of forming a corporation by the execution and filing of these Articles of Incorporation.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is BROOK LANE FARM HOSPITAL, INC.

THIRD: The purposes for which the Corporation is formed are exclusively charitable and educational and are as follows:

(a) To provide competent psychiatric care for adults and children in accordance with the needs and interest of the community and giving every consideration to present trends in the treatment of the emotionally ill.

(b) To provide hospital and medical facilities for the care and treatment of adults and children suffering from emotional illnesses.

(c) To sponsor a consultation service in the community to physicians, ministers, teachers, social workers and community agencies.

(d) To provide training for physicians, nurses, clinical psychologists, ministers and psychiatric aides.

(e) To engage in clinical research.

(f) To participate in a comprehensive program of education in mental health.

(g) To provide at minimum charge diagnosis and treatment for the mentally afflicted for less than cost for those who are unable to pay the normal charges.

(h) To serve hospitals in the community in performing functions which such hospitals presently are incapable of performing.

(i) To purchase or otherwise acquire, mortgage, transfer, or in any manner dispose of personal property or equipment of every kind in furtherance and in connection with the purposes set forth in Paragraphs (a) through (h).

(j) To purchase, lease or otherwise acquire real estate and to sell or encumber the same in furtherance and in connection with the purposes set forth in Paragraphs (a) through (h).

(k) To borrow or raise money for any of the purposes of the Corporation and to issue notes or other obligations in any manner permitted by law for money borrowed or in payment of property purchased and to secure the payment thereof and of the interest thereon by mortgage or assignment in trust of the whole or any part of the property of the Corporation in furtherance and in connection with the purposes set forth in Paragraphs (a) through (h).

FOURTH: That the postoffice address of the principal office of the Corporation in this State is Route 5, Hagerstown, Maryland. The resident agent of the Corporation is Amos C. Baer, whose postoffice address is Maugansville, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation is not authorized to issue any capital stock.

SIXTH: The Corporation shall have not less than nine (9) nor more than fifteen (15) directors and Howard Y. Musselman, John A. Byers, Amos C. Baer, Adam^{R.}/Martin, Myron Livengood, Grant Stoltzfus, Titus Gross, Titus Books, Paul Yoder and Jacob Hershberger shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

SEVENTH: Members of the Board of Directors of the Corporation shall be appointed by the Mennonite Central Committee, a Pennsylvania corporation. Directors shall be nominated by the church groups set forth in the By-Laws and in accordance with the same. Additional di-

rectors may be appointed by the Mennonite Central Committee in accordance with the By-Laws.

EIGHTH: This is a corporation which does not contemplate pecuniary gain or profit, incidental or otherwise, to its members, and no part of the net earnings nor of the principal shall inure to the benefit of any private shareholder or individual, and no substantial part of the activities of the corporation shall be to carry on propaganda, or otherwise attempt, to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office.

In the event that this corporation be dissolved, all assets remaining after all debts and other obligations of the corporation have been discharge, shall be given to a non-profit, Federal income tax exempt organization devoted to charitable and educational purposes similar to those of this corporation.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 24th day of July , 1959.

Witness:

Anna C. Delosier
Anna C. Delosier

Howard Y. Musselman (SEAL)
Howard Y. Musselman

Adam R. Martin (SEAL)
Adam R. Martin

Amos C. Baer (SEAL)
Amos C. Baer

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 24th day of July , 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Howard Y. Musselman, Adam R. Martin and Amos C. Baer and acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Notarial Seal.



My Commission expires: May 1, 1961

Anna C. Delosier
Notary Public
Anna C. Delosier

✓32
no

ARTICLES OF INCORPORATION
OF
BROOK LANE FARM HOSPITAL, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland July 28, 1959 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 382

Recorded in Liber 7-144, folio 437, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00



To the clerk of the Circuit Court of Washington County
IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Bontje
Director

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
Mar 8 1 36 PM '60
LIBER FOLIO
LAND & MORTGAGE SALES
G. MERLIN SNYDER
CLERK

Received for Record March 8, 1960 at 1:36 P. M. Liber 9

THE HANCOCK DEVELOPMENT CORPORATION

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, Philip A. Rauth, whose post office address is 164 West Main Street, Hancock, Maryland, Daniel E. Fleming, whose post office address is East Main Street, Hancock, Maryland, and John A. Latimer, Jr., whose post office address is 130 West Washington Street, Hagerstown, Maryland, each being twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is

THE HANCOCK DEVELOPMENT CORPORATION

THIRD: The purpose for which the Corporation is formed and the business or objects to be carried on by it are as follows:

1 - To encourage, solicit, aid and assist in the industrial, civic and economic development of the Town of Hancock, Maryland, and the area surrounding in Fulton County, Pennsylvania, and Morgan County, West Virginia.

2. To attract, encourage and negotiate with all types of industries or businesses now in existence or those to be formed within or without the State of Maryland, for the purpose of locating, dealing, expanding or engaging in business in the Town of Hancock, Maryland, or the counties of Fulton County, Pennsylvania, and Morgan County, West Virginia.

3. To engage in all types of advertising using all methods within or without the State of Maryland, to promote the development of the Town of Hancock, Maryland.

4. To engage in all types of civic projects, alone or in cooperation with other organizations, whose purpose shall be the development or improvement of the Town of Hancock, Maryland, or the counties of Fulton County, Pennsylvania, and Morgan County, West Virginia.

5. To buy, sell, exchange, lease, sublease, and otherwise acquire, hold, own, maintain, control, work, develop, improve, alter, operate, manage, rent, deal in, and otherwise turn to account real estate, real property, and personal property of every nature, class, and description.

6. To build, construct, establish, equip, repair, remodel and improve real estate of every nature, class and description, and to carry on any business or businesses incidental or appertaining thereto.

7. To survey, subdivide, plot, grade, improve, pave and develop its

lands for the purposes of building, sale or otherwise, and to do and perform all things needful and lawful for the development of the same.

8. To borrow money of any person, firm or corporation and to issue the bonds, debentures, or obligations of the corporation from time to time for any of the objects or purposes of the corporation, and to secure the same by mortgage, pledge, deed of trust, or by any other lawful means; and to assume the payment of the indebtedness of any person, firm or corporation.

9. To acquire by purchase, gift, lease or in any other lawful manner the necessary buildings and structures for the operation of said corporation; and to buy, sell, lease, use, mortgage, improve, and otherwise handle, deal in and dispose of all such property, real and personal, as may be necessary or convenient in connection with the aforesaid business of the corporation. In acquiring real estate, or any other property, to assume, as a part of the purchase price, the payment of any debt, or debts, which are charges against the property so acquired.

10. To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or attainment of any of the objects or the furtherance of any of the powers hereinbefore mentioned, either alone or in association with any other corporations, firms or individuals, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid business or powers or any part or parts thereof, provided the same be not inconsistent with the laws under which the corporation is organized.

FOURTH: The post office address of the principal office of the Corporation in this State is 164 West Main Street, Hancock, Maryland. The name and post office address of the resident agent of the Corporation in this State is Philip A. Rauth, 164 West Main Street, Hancock, Maryland. Said resident agent is a citizen of this state and actually resides therein.

FIFTH: The total amount of authorized capital stock of the Corporation is One Hundred Thousand Dollars (\$100,000.00), par value, divided into Two Thousand (2000) shares of the par value of Fifty Dollars (\$50.00) each.

SIXTH: The number of Directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Philip A. Rauth, Daniel E. Fleming and John A. Latimer, Jr.

SEVENTH: The Board of Directors of the Corporation is hereby empowered

to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on this 25 day of July, 1959.

WITNESS:

<u>Irvin H. Sanders</u>	<u>Philip A. Rauth</u> (SEAL) Philip A. Rauth
<u>Irvin H. Sanders</u>	<u>Daniel R. Fleming</u> (SEAL) Daniel R. Fleming
<u>Catherine M. Hess</u>	<u>John A. Latimer, Jr.</u> (SEAL) John A. Latimer, Jr.

STATE OF MARYLAND, COUNTY OF WASHINGTON: ss:

I HEREBY CERTIFY, that on this 24th day of July, 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared Philip A. Rauth, Daniel E. Fleming and John A. Latimer, Jr. and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal, the day and year last above written.



Catherine M. Hess
Catherine M. Hess, Notary Public

My Commission Expires: May 1, 1961

ARTICLES OF INCORPORATION
OF
THE HANCOCK DEVELOPMENT CORPORATION

approved and received for record by the State Department of Assessments and Taxation
of Maryland July 27, 1959 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 362

Recorded in Liber *7144*, folio *314*, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Brady
Director

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

MAR 8 1 35 PM '60

LIBER 7144
LAND RECORDS SECTION
G. MERLIN SWYDER
CLERK

APOTHECARIES, INC.

ARTICLES OF INCORPORATION

FIRST : WE, THE UNDERSIGNED, Alvin S. Wolpoff, whose post office address is No. 3827 Bowers Avenue, Baltimore, Maryland, E. Ellen Dubin, whose post office address is No. 3609 Beehler Avenue, Baltimore, Maryland, and Edith R. Wolpoff, 3827 Bowers Avenue, Baltimore, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND : The name of the corporation (which is hereinafter called the Corporation) is APOTHECARIES, INC.

THIRD : The purposes for which the Corporation is formed are as follows :

(a) To engage in the operation, conduct and management of a drugstore.

(b) To make contracts, incur liabilities, and borrow money; to sell, mortgage, lease, pledge, exchange, convey, transfer, and otherwise dispose of all or any part of its property and assets; to issue bonds, notes and other obligations and secure the same by mortgage of deed of trust of all or any part of its property, franchise and income.

(c) To acquire by purchase or in any other manner, and to take, receive, own, hold, use, employ, improve and otherwise deal with any property, real or personal, or any interest therein, wherever situated.

(d) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, loan, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other corporations of this State, of foreign corporations, and of associations, partnerships, and individuals.

(e) To acquire shares of its own stock, and its own bonds, notes and other obligations.

(f) To invest its surplus funds and to lend money from time to time in any manner which may be appropriate to enable it to carry on the operations or to fulfill the purposes named in this charter, and to take and hold real and personal property as security for the payment of funds so invested or loaned.

(g) In General, to do any or all things herein set forth, to the same extent as natural persons might or could do and in any part of the world, as principals, agents, contractors, trustees, or otherwise, within or without the State of Maryland, either alone or in company with others and to carry on any other legal business in connection therewith.

FOURTH : The post office address of the principal office of the Corporation in this State is No. 1929 Virginia Avenue, Hagerstown, Washington County, State of Maryland. The name and post office address of the resident agent of the Corporation in this State is Alvin S. Wolpoff, No. 337 St. Paul Place, Baltimore, Maryland. Said resident agent is an individual, actually residing in this State.

FIFTH : The total number of shares of stock which the Corporation has authority to issue is Five Hundred (500) shares of the par value of One Hundred Dollars(\$100.00) a share , all of one class, and having an aggregate par value of Fifty Thousand Dollars (\$50,000.00).

SIXTH : No Stockholder shall dispose of or encumber any part of his or her stock in the Corporation except under the conditions set forth hereafter:

(a) The party desiring to dispose of or encumber his or her stock must first obtain the written consent of all the other Stockholders.

(b) In the absence of such written consent, the party so desiring to dispose of or encumber his or her stock shall first give to the other Stockholders written notice by registered mail of such intention, and such notice shall contain an offer to sell such stock in accordance with the following terms : The said written notice shall offer to the Stockholders the absolute right and option to purchase said stock within thirty (30) days after the date of such notice. The purchase price of each share of stock shall be determined by an agreement between the shareholders.

(c) Reference to the above restriction shall be endorsed on all stock certificates of the Corporation.

SEVENTH : The number of directors of the Corporation shall be four (4), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Adolph Baer, Jay Levine, Eugene Baer and Morris Greenfeld.

EIGHTH : The following provision is hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders :

(a) The board of directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible shares of its stock of any class or classes, whether now or hereafter authorized.

NINTH : The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on July 21, 1959.

WITNESSES :

Alvin S. Wolpoff (SEAL)
ALVIN S. WOLPOFF

Neal Berg
NEAL BERG

E. Ellen Dubin (SEAL)
E. ELLEN DUBIN

Edith R. Wolpoff (SEAL)
EDITH R. WOLPOFF

STATE OF MARYLAND

CITY OF BALTIMORE, SS :

I HEREBY CERTIFY that on July 21, 1959, before me, the subscriber, a notary public of the State of Maryland in and for the City of Baltimore, personally appeared Alvin S. Wolpoff, E. Ellen Dubin, and Edith R. Wolpoff and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and notarial seal, the day and year last above written.

Belle Kloeze
BELLE KLOZE, Notary Public

ARTICLES OF INCORPORATION
OF
APOTHECARIES, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland July 22, 1959 at 2:16 o'clock P. M. as in conformity
with law and ordered recorded.

A 329

Recorded in Liber 7144, folio 131, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Bantz
Director

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

Mar 8 1 35 PM '60

LIBER 10110
LAND & WATER
G. MERLIN SYDER
CLERK

STATE OF MARYLAND



OFFICE OF STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

CERTIFICATE OF MERGER

To the Clerk of the Circuit Court for Washington County

Pursuant to Article 23, Section 66(g), of the Annotated Code of Maryland, the State Department of Assessments and Taxation does hereby certify that an agreement of merger has been filed in its office by Corporation Trust Incorporated, 10 Light Street, Baltimore 2, Maryland

which said agreement of merger was duly approved by said Department on July 1, 1959 at 11:00 A.M.

and in accordance with said Article and Section of the Code it is further certified:

(a) The names of the merging corporations are The Cumberland Motor Express Corporation, (A Md. Corp.) and Transamerican Freight Lines, Inc. (A Del. Corp.) the surviving corporation

(b) The name of the new corporation is Transamerican Freight Lines, Inc.

(c) The location of the principal office of the new corporation is 100 West Tenth Street, Wilmington, County of New Castle, Delaware

(d) The Agreement of merger is dated June 22, 1959

(e) The time of receipt for record of the agreement of merger in the office of the State Department of Assessments and Taxation was July 1, 1959.

As WITNESS to the act of the State Department of Assessments and Taxation at Baltimore, this 21st day of January, 1960, I have set my hand and caused the seal of said Department to be hereto affixed.

Chief Clerk

Director



Del 9/15/60 TO Chas. R. Readle, Treas.

Recorded April 25, 1960 at 10:23 A.M. Liber 9

BLUE RIDGE RIDING CLUB, INCORPORATED

ARTICLES OF REVIVAL

(Under Section 85)

Blue Ridge Riding Club, Incorporated, a Maryland corporation having its principal office in Washington County, Maryland (hereinafter called the Corporation), hereby certifies to the State Tax Commission of Maryland, that:

FIRST: The charter of the Corporation was forfeited on November 8, 1950, for the non-payment of taxes or for failure to file an annual report with the State Tax Commission of Maryland, and these Articles of Revival are for the purpose of reviving and reinstating the charter of the Corporation.

SECOND: The name of the Corporation at the time of the forfeiture of its charter was Blue Ridge Riding Club, Incorporated.

THIRD: The name by which the Corporation will hereafter be known is Blue Ridge Riding Club, Incorporated.

FOURTH: (a) The post office address of the principal office of the Corporation in the State of Maryland is R. D. 1, Keedysville, Washington County, Maryland, and said principal office is located in the same county in which the principal office of the Corporation was located at the time of the forfeiture of its charter.

(b) The name and post office address of the resident agent of the Corporation in the State of Maryland are Lester B. Fisher, R. D. 1, Keedysville, Washington County, Maryland. Said resident agent is an individual actually residing in this State.

FIFTH: At or prior to the filing of these Articles of Revival, the Corporation has:

(a) Paid all fees required by law;

(b) Filed all annual reports which should have been filed by the Corporation if its charter had not been forfeited;

(c) Paid all State and local taxes (other than taxes on real estate) and all interest and penalties due by the Corporation, irrespective of any period of limitation otherwise prescribed by law af-

fecting the collection of any part of such taxes; and

(d) Paid an amount equal to all State and local taxes (other than taxes on real estate) and all interest and penalties which, irrespective of any period of limitation otherwise prescribed by law affecting the collection of any part of such taxes, would have been payable by the Corporation if its charter had not been forfeited.

IN WITNESS WHEREOF, the undersigned, who were respectively the last acting President and Treasurer of the Corporation, have signed these Articles of Revival on *August 5th*, 1959.

Ernest Koontz

Ernest Koontz - Last Acting President

Charles K. Keadle

Charles K. Keadle - Last Acting Treasurer

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, on this *5th* day of *August*, 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Ernest Koontz, the last acting President, and Charles K. Keadle, the last acting Treasurer, of Blue Ridge Riding Club, Incorporated, a Maryland corporation, and severally acknowledged the foregoing Articles of Revival to be their act.

WITNESS my hand and Notarial Seal, the day and year last above written.

Anna C. Delosier

Notary Public

My commission expires: May 1, 1961

1344

42

9

ARTICLES OF REVIVAL
OF
BLUE RIDGE RIDING CLUB, INCORPORATED

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

APR 25 10 23 AM '60

LAND ☐ MORTG ☐ SALE ☐
G. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland August 7, 1959 at 9:25 o'clock A. M. as in conformity
with law and ordered recorded.

A 530

Recorded in Liber 7.146, folio 581, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Special Fee
~~Revised tax~~ paid \$ 5.00 Recording fee paid \$ 10.00

To the clerk of the Circuit

Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Baity
Director

Recorded April 25, 1960 at 10:23 A.M. Liber 9

TRUSTEES OF THE MEMBERS OF
HOWARD STREET METHODIST EPISCOPAL CHURCH OF
THE HAGERSTOWN STATION OF WASHINGTON COUNTY
MARYLAND

ARTICLES OF AMENDMENT

The Trustees of the Howard Street Methodist Episcopal Church of The Hagerstown Station of Washington County, Maryland, (hereinafter called the Corporation), hereby certifies to the State Tax Commission of Maryland, that

WHEREAS, by action of the Uniting Conference of 1939, composed of delegates elected by The Methodist Episcopal Church, The Methodist Episcopal Church, South, and The Methodist Protestant Church, in accordance with a "Plan of Union" theretofore adopted by the several general and annual conferences of said denominations, the said, THE METHODIST EPISCOPAL CHURCH, THE METHODIST EPISCOPAL CHURCH, SOUTH, and THE METHODIST PROTESTANT CHURCH became one religious denomination, known as THE METHODIST CHURCH, and

WHEREAS, at its General Conference of 1944, The Methodist Church adopted a Code of disciplines, precepts and laws known as "The Discipline of the Methodist Church", which became the law of the denomination and superceded and took the place of the Disciplines of the three separate denominations which now compose "The Methodist Church"; and

WHEREAS, it is the desire of this corporation to amend its charter by adopting a name which indicates its membership in the new denomination, and by adopting such provisions as will meet the requirements of the Discipline of the Methodist Church,

THIS IS TO CERTIFY:

FIRST, That the Charter of the Trustees of the Members of the Howard Street Methodist Episcopal Church of the Hagerstown Station, of Washington County, Maryland, a Maryland religious corporation, is amended by striking out Articles 1 to 8, inclusive, of said Certificate of Incorporation, and inserting in lieu thereof the following:

ARTICLE 1. The name of the Corporation shall be: "ST. ANDREW'S METHODIST CHURCH OF HAGERSTOWN, MARYLAND".

ARTICLE 2. This Corporation shall be composed of not less than four, nor more than nine Trustees, each of whom shall be not less than twenty-one years of age, and at least two-thirds of whom shall be members of The Methodist Church, and Tonie L. Shaffer, whose post office address is 950 Summit Avenue, Hagerstown, Maryland, Alice Weller, whose post office address is 438 Summit Avenue, Hagerstown, Maryland, Ernest Detrich, whose post office address is 327 Avon Road, Hagerstown, Maryland, Samuel Hoover, whose post office address is 928 Chestnut Street, Hagerstown, Maryland, Kenneth Shank, whose post office address is 433 Indiana Avenue, Hagerstown, Maryland, Robert Cox, whose post office address is Kent Avenut, Route 3, Hagerstown, Maryland, Grover M. Ohler, whose post office address is 1030 Spruce Street, Hagerstown, Maryland, Margaurite Nield, whose post office address is 711 Chestnut Street, Hagerstown, Maryland, and Don Evans, whose post office address is 7 Garrett Street, Hagerstown, Maryland, shall serve as Trustees for one year, or until their successors are duly elected as the Discipline of the Methodist Church shall provide.

ARTICLE 3. The said Trustees and their successors in office shall constitute a body politic and corporate, as aforesaid, with all the powers given to like corporations under the laws of the State of Maryland. The pastor of the Church shall be the President, or the Corporation may elect one of its own number president.

ARTICLE 4. The Directors of the corporation shall be the Board of Trustees of the Church property, elected and organized as prescribed in the Discipline of the Methodist Church, unless the laws of Maryland shall prescribe otherwise.

ARTICLE 5. Subject to the direction of the Quarterly Conference, the Board of Trustees of said Church shall hold and manage all real property of the Church and such other property as may be committed to them; receive and administer all bequests and

devises made to the Church, and receive and administer all trusts and investments or trust funds of the Church, in conformity with the laws of the State of Maryland.

ARTICLE 6. The corporation shall have the power, subject to the Discipline of the Methodist Church, to secure, purchase, hold and improve, property, both real and personal, in fee simple and otherwise. All real estate owned or hereafter acquired by the said Church shall be deeded directly to it in its corporate name. All deeds by which premises are hereafter acquired for use as a place of Divine Worship shall contain the following trust clause:

"In trust, that said premises shall be used, kept and maintained as a place of Divine worship of the Methodist ministry and members of The Methodist Church; subject to the Discipline, usage, and ministerial appointments of said Church as from time to time, authorized and declared by the General Conference and by the Annual Conference within whose bounds the said premises are situated. This provision is solely for the benefit of the grantee, and the grantors reserve no right or interest in said premises".

Premises so acquired may be disposed of in conformity with the provisions of the Discipline of The Methodist Church when the use or possession of such property by a charge or station of the Methodist Church has been terminated.

All deeds by which premises are hereafter acquired for use as a parsonage shall contain the following trust clause:

"In trust, that such premises shall be held, kept, and maintained as a place of residence for the use and occupancy of the ministers of The Methodist Church, who may from time to time be entitled to occupy the same by appointment; subject to the Discipline and usage of said Church, as from time to time authorized and declared by the General Conference and by the Annual Conference within whose bounds the said premises are situated. This provision is solely for the benefit of the grantee, and the grantor reserves no right or interest in said premises".

Premises so acquired may be disposed of in conformity with the provisions of the Discipline of The Methodist Church when the use or possession of such property by a charge or station of the Methodist Church has been terminated.

ARTICLE 7. The property belonging to said Church may be leased, mortgaged or sold and conveyed by the Board of Trustees, but only with the written consent of the District Superintendent

and the pastor in charge and with the authorization of the Quarterly Conference by a majority of those present and voting at a meeting of the Quarterly Conference; and provided not less than ten days' notice of said meeting and such action shall be given from the pulpit of the said Church.

ARTICLE 8. In all of its corporate actions the Board of Trustees shall follow the Discipline of The Methodist Church as from time to time provided and be subject to the limitations thereof.

ARTICLE 9. At all meetings of the corporation, a majority of the members shall constitute a quorum for the transaction of business.

ARTICLE 10. This Charter may be altered or amended at a meeting called by the Board of Trustees for that purpose by a majority of the members of said Church twenty-one years of age present and voting; provided that not less than ten days' written and mailed or delivered notice of such meeting shall have been given to each such member.

SECOND. That a meeting of the Trustees of the Members of Howard Street Methodist Episcopal Church of the Hagerstown Station of Washington County, Maryland, a resolution was adopted declaring that the amendment of Charter hereinabove set forth were advisable and calling for a meeting of all persons above twenty-one years of age belonging to said church, to take action thereon, and designating Reverend Paul Conley the President of the Board of Trustees to sign and acknowledge the Articles of Amendment when the same shall be adopted.

THIRD. That pursuant to said resolution and the giving of notice as required by Section 283 of Article 23 of the Code of Public General Laws of Maryland, 1957, and by the Articles of Incorporation of this Church, a meeting of the members of the Howard Street Methodist Episcopal Church of the Hagerstown Station of Washington County, Maryland, above twenty-one years of age was

held on the 28th day of June, 1959, at which said meeting the number required by the laws of the State of Maryland and the Articles of Incorporation for the amendment thereof voted to adopt the Articles of Amendment hereinabove set forth.

IN WITNESS WHEREOF, the Howard Street Methodist Episcopal Church of the Hagerstown Station of Washington County, Maryland, has caused these presents to be executed by the President of its Board of Trustees, and its corporate seal to be hereto attached and attested by the Secretary of the Board of Trustees.

TEST:

HOWARD STREET METHODIST EPISCOPAL
CHURCH OF THE HAGERSTOWN STATION
OF WASHINGTON COUNTY, MARYLAND,

By: Paul Conley
President

HOWARD STREET
METHODIST EPISCOPAL
CHURCH
HAGERSTOWN
MARYLAND
1914

John M. Waller
Secretary.

STATE OF MARYLAND, COUNTY OF WASHINGTON, to-wit:

I HEREBY CERTIFY, That on this 25th day of July, 1959, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Reverend Paul Conley, President of the Trustees of the Howard Street Methodist Episcopal Church of the Hagerstown Station of Washington County, Maryland, and in the name of and on behalf of said corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said corporation; and at the same time personally appeared Alvin M. Waller and made oath in due form of law that she was Secretary of the meeting of the members of said corporation at which the amendment of the Charter of the Corporation therein set forth was approved, and that the matters and facts set forth in said Articles of Amendment are true to the best of his knowledge, information and belief.

WITNESS my hand and Notarial Seal the day and year last above written.

My commission expires:
May 1, 1961.

Eleanor M. Murphy
Notary Public

ARTICLES OF AMENDMENT

OF

TRUSTEES OF THE MEMBERS OF HOWARD STREET METHODIST EPISCOPAL CHURCH OF
THE HAGERSTOWN STATION OF WASHINGTON COUNTY, MARYLAND

changing its name to

ST. ANDREW'S METHODIST CHURCH OF HAGERSTOWN, MARYLAND

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
AUG 25 10 25 AM '60
CLERK
LAND & CHANCERY
G. MERLIN SNIDER

approved and received for record by the State Department of Assessments and Taxation
of Maryland August 3, 1959 at 1:45 o'clock P. M. as in conformity
with law and ordered recorded.

A 529

Recorded in Liber 7146, folio 575, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$ 10.00



To the clerk of the Circuit

Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Butcher
Director

ARTICLES OF INCORPORATION

OF

SPARKS TAVERN, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Paul D. Sparks, whose postoffice address is Kenny Gardens, Apartment 5, Route 3, Chambersburg, Pennsylvania; Virginia W. Sparks, whose postoffice address is Kenny Gardens, Apartment 5, Route 3, Chambersburg, Pennsylvania; and Mamie L. Steever, whose postoffice address is Dagmar Hall, Summit Avenue, Hagerstown, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations associate ourselves with the intention of forming a corporation by the execution of these Articles of Incorporation.

SECOND: That the name of the Corporation (which is hereinafter called the Corporation) is Sparks Tavern, Inc.

THIRD: The purposes for which the Corporation is formed are as follows:

(a) To own, conduct, operate, maintain and carry on a tavern business in Washington County, Maryland.

(b) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer or in any manner encumber or dispose of goods, wares, merchandise, implements and other personal property or equipment of every kind.

(c) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let or in any manner encumber or dispose of real property wherever situate.

(d) To loan or advance money with or without security, without limitation as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature for money borrowed or for any other lawful consideration.

(e) To carry on all or any part of the aforesaid purposes and to conduct its business in any or all of the states of the United States of America and to maintain offices or places of business in any of the states of the United States of America.

The foregoing enumeration of the purposes, objects and businesses of the Corporation is made in furtherance and not in limitation of the powers conferred upon the Corporation bylaw and is not

intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed and subject in all particulars to the limitations relative to corporations which are contained in the General Laws of this State.

FOURTH: The postoffice address of the principal office of the Corporation in this State is Smithsburg, Maryland. The resident agent of the Corporation is Mamie L. Steever, whose postoffice address is Dagmar Hall, Summit Avenue, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is ten thousand (10,000) shares of the par value of Ten (\$10.00) Dollars each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is One Hundred Thousand (\$100,000.00) Dollars.

SIXTH: The Corporation shall have three directors and Paul D. Sparks, Virginia W. Sparks and Mamie L. Steever shall act as such until the first annual meeting or until their successors are duly chosen and qualify.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of any class, for such consideration as the Board of Directors may deem advisable, irrespective of the value or amount of such consideration, but subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or

such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested. 53

(c) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 31st day of July, 1959.

Witness:

Anna C. Delosier
Anna C. Delosier

Paul D. Sparks
Paul D. Sparks
Virginia W. Sparks
Virginia W. Sparks
Mamie L. Steever
Mamie L. Steever

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 31st day of July, 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Paul D. Sparks, Virginia W. Sparks and Mamie L. Steever and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Notarial Seal.



Anna C. Delosier
Anna C. Delosier
Notary Public

My commission expires: May 1, 1961

RECEIVED
Washington County, Maryland
July 31, 1959

ARTICLES OF INCORPORATION
OF
SPARKS TAVERN, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

Aug 75 10 23 AM '60

LAND G. MERLIN SNYDER
FOLIO
CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland August 3, 1959 at 9:42 o'clock A. M. as in conformity
with law and ordered recorded.

A 460

Recorded in Liber *7146*, folio *197*, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles A. Baiter
Director

ARTICLES OF INCORPORATION
OF

HAGER OPTICAL INC.

THIS IS TO CERTIFY:

FIRST: THAT WE, THE SUBSCRIBERS JAMES W. SACHS WHOSE POST OFFICE ADDRESS IS FUNKSTOWN, MARYLAND, WINIFRED J. SACHS WHOSE POST OFFICE ADDRESS IS FUNKSTOWN, MARYLAND, AND CHARLES B. CARTER WHOSE POST OFFICE ADDRESS IS 25 NORTH AVENUE, HAGERSTOWN, MARYLAND, ALL BEING AT LEAST TWENTY-ONE YEARS OF AGE, DO UNDER AND BY VIRTUE OF THE GENERAL LAWS OF THE STATE OF MARYLAND AUTHORIZING THE FORMATION OF CORPORATIONS, ASSOCIATE OURSELVES WITH THE INTENTION OF FORMING A CORPORATION BY THE EXECUTION AND FILING OF THESE ARTICLES.

SECOND: THAT THE NAME OF THE CORPORATION (WHICH IS HEREINAFTER CALLED THE "CORPORATION") IS

HAGER OPTICAL INC.

THIRD: THE PURPOSES FOR WHICH THE CORPORATION IS FORMED ARE AS FOLLOWS:

(A) TO OWN, MAINTAIN, CONDUCT, OPERATE, AND CARRY ON THE BUSINESS OF DISPENSING OPTICIANS, AND, IN THE COURSE OF THE BUSINESS, TO BUY, SELL, SHIP, STORE, AND OTHERWISE USE, DEAL IN, ACQUIRE, AND DISPOSE OF EVERY KIND OF OPTICAL, OPHTHALMIC, AND SCIENTIFIC INSTRUMENT, GLASS, LENS, OR EQUIPMENT NECESSARY OR CONVENIENT TO THE OPERATION AND CONDUCT OF THE GENERAL BUSINESS OF DISPENSING OPTICIANS.

(B) TO MANUFACTURE, PURCHASE, OR OTHERWISE ACQUIRE, HOLD, MORTGAGE, PLEDGE, SELL, TRANSFER, OR IN ANY MANNER ENCUMBER OR DISPOSE OF GOODS, WARES, MERCHANDISE, IMPLEMENTS, AND OTHER PERSONAL PROPERTY OR EQUIPMENT OF EVERY KIND.

(C) TO PURCHASE, LEASE OR OTHERWISE ACQUIRE, HOLD, DEVELOP, IMPROVE, MORTGAGE, SELL, EXCHANGE, LET, OR IN ANY MANNER ENCUMBER OR DISPOSE OF REAL PROPERTY WHEREVER SITUATED.

(D) TO CARRY ON AND TRANSACT, FOR ITSELF OR FOR ACCOUNT

OF OTHERS, THE BUSINESS OF GENERAL MERCHANTS, GENERAL BROKERS, GENERAL AGENTS, MANUFACTURERS, BUYERS AND SELLERS OF, DEALERS IN, IMPORTERS AND EXPORTERS OF NATURAL PRODUCTS, RAW MATERIALS, MANUFACTURED PRODUCTS AND MARKETABLE GOODS, WARES AND MERCHANDISE OF EVERY DESCRIPTION.

(E) TO PURCHASE, LEASE OR OTHERWISE ACQUIRE, ALL OR ANY PART OF THE PROPERTY, RIGHTS, BUSINESSES, CONTRACTS, GOOD-WILL, FRANCHISES AND ASSETS OF EVERY KIND, OF ANY CORPORATION, CO-PARTNERSHIP OR INDIVIDUAL (INCLUDING THE ESTATE OF A DECEDENT), CARRYING ON OR HAVING CARRIED ON IN WHOLE OR IN PART ANY OF THE AFORESAID BUSINESSES OR ANY OTHER BUSINESSES THAT THE CORPORATION MAY BE AUTHORIZED TO CARRY ON, AND TO UNDERTAKE, GUARANTEE, ASSUME AND PAY THE INDEBTEDNESS AND LIABILITIES THEREOF, AND TO PAY FOR ANY SUCH PROPERTY, RIGHTS, BUSINESS, CONTRACTS, GOOD-WILL, FRANCHISES OR ASSETS BY THE ISSUE, IN ACCORDANCE WITH THE LAWS OF MARYLAND, OF STOCK, BONDS, OR OTHER SECURITIES OF THE CORPORATION OR OTHERWISE.

(F) To APPLY FOR, OBTAIN, PURCHASE, OR OTHERWISE ACQUIRE, ANY PATENTS, COPYRIGHTS, LICENSES, TRADEMARKS, TRADE-NAMES, RIGHTS, PROCESSES, FORMULAE, AND THE LIKE, WHICH MIGHT BE USED FOR ANY OF THE PURPOSES OF THE CORPORATION; AND TO USE, EXERCISE, DEVELOP, GRANT LICENSES IN RESPECT OF, SELL AND OTHERWISE TURN TO ACCOUNT, THE SAME.

(G) To PURCHASE OR OTHERWISE ACQUIRE, HOLD AND REISSUE SHARES OF ITS CAPITAL STOCK OF ANY CLASS; AND TO PURCHASE, HOLD, SELL, ASSIGN, TRANSFER, EXCHANGE, LEASE, MORTGAGE, PLEDGE OR OTHERWISE DISPOSE OF, ANY SHARES OF STOCK OF, OR VOTING TRUST CERTIFICATES FOR ANY SHARES OF STOCK OF, OR ANY BONDS OR OTHER SECURITIES OR EVIDENCES OF INDEBTEDNESS ISSUED OR CREATED BY, ANY OTHER CORPORATION OR ASSOCIATION, ORGANIZED UNDER THE LAWS OF THE STATE OF MARYLAND OR OF ANY OTHER STATE, TERRITORY, DISTRICT, COLONY OR DEPENDENCY OF THE UNITED STATES OF AMERICA, OR OF ANY FOREIGN COUNTRY; AND WHILE THE OWNER OR HOLDER OF ANY SUCH SHARES OF STOCK, VOTING TRUST CERTIFICATES, BONDS OR OTHER OBLIGATIONS, TO POSSESS AND EXERCISE IN RESPECT THEREOF ANY AND ALL THE RIGHTS, POWERS, AND PRIVILEGES OF OWNERSHIP, INCLUDING THE RIGHT TO VOTE ON ANY SHARES OF STOCK SO HELD OR OWNED; AND UPON A DISTRIBUTION OF THE ASSETS OR DIVISION OF THE PROFITS OF THIS CORPORATION, TO DISTRIBUTE ANY SUCH SHARES OF STOCK, VOTING TRUST CERTIFICATES, BONDS OR OTHER OBLIGATIONS, OR THE PROCEEDS THEREOF, AMONG THE STOCKHOLDERS OF THIS CORPORATION.

(H) To GUARANTEE THE PAYMENT OF DIVIDENDS UPON ANY SHARES OF STOCK OF, OR THE PERFORMANCE OF ANY CONTRACT BY,

ANY OTHER CORPORATION OR ASSOCIATION IN WHICH THE CORPORATION HAS AN INTEREST, AND TO ENDORSE OR OTHERWISE GUARANTEE THE PAYMENT OF THE PRINCIPAL AND INTEREST, OR EITHER, OF ANY BONDS, DEBENTURES, NOTES, SECURITIES OR OTHER EVIDENCES OF INDEBTEDNESS CREATED OR ISSUED BY ANY SUCH OTHER CORPORATION OR ASSOCIATION.

(I) To LOAN OR ADVANCE MONEY WITH OR WITHOUT SECURITY, WITHOUT LIMIT AS TO AMOUNT; AND TO BORROW OR RAISE MONEY FOR ANY OF THE PURPOSES OF THE CORPORATION AND TO ISSUE BONDS, DEBENTURES, NOTES OR OTHER OBLIGATIONS OF ANY NATURE, AND IN ANY MANNER PERMITTED BY LAW, FOR MONEY SO BORROWED OR IN PAYMENT FOR PROPERTY PURCHASED, OR FOR ANY OTHER LAWFUL CONSIDERATION, AND TO SECURE THE PAYMENT THEREOF AND OF THE INTEREST THEREON, BY MORTGAGE UPON, OR PLEDGE OR CONVEYANCE OR ASSIGNMENT IN TRUST OF, THE WHOLE OR ANY PART OF THE PROPERTY OF THE CORPORATION, REAL OR PERSONAL, INCLUDING CONTRACT RIGHTS, WHETHER AT THE TIME OWNED OR THEREAFTER ACQUIRED; AND TO SELL, PLEDGE, DISCOUNT OR OTHERWISE DISPOSE OF SUCH BONDS, NOTES OR OTHER OBLIGATIONS OF THE CORPORATION FOR ITS CORPORATE PURPOSES.

(J) To CARRY ON ANY OF THE BUSINESSES HEREINBEFORE ENUMERATED FOR ITSELF, OR FOR ACCOUNT OF OTHERS, OR THROUGH OTHERS FOR ITS OWN ACCOUNT, AND TO CARRY ON ANY OTHER BUSINESS WHICH MAY BE DEEMED BY IT TO BE CALCULATED, DIRECTLY OR INDIRECTLY, TO EFFECTUATE OR FACILITATE THE TRANSACTION OF THE AFORESAID OBJECTS OR BUSINESSES, OR ANY OF THEM, OR ANY PART THEREOF, OR TO ENHANCE THE VALUE OF ITS PROPERTY, BUSINESS OR RIGHTS.

(K) To CARRY OUT ALL OR ANY PART OF THE AFORESAID PURPOSES, AND TO CONDUCT ITS BUSINESS IN ALL OR ANY OF ITS BRANCHES IN ANY OR ALL STATES, TERRITORIES, DISTRICTS, COLONIES AND DEPENDENCIES OF THE UNITED STATES OF AMERICA AND IN FOREIGN COUNTRIES; AND TO MAINTAIN OFFICES AND AGENCIES, IN ANY OR ALL STATES, TERRITORIES, DISTRICTS, COLONIES AND DEPENDENCIES OF THE UNITED STATES OF AMERICA AND IN FOREIGN COUNTRIES.

THE AFOREGOING ENUMERATION OF THE PURPOSES, OBJECTS AND BUSINESS OF THE CORPORATION IS MADE IN FURTHERANCE, AND NOT IN LIMITATION, OF THE POWERS CONFERRED UPON THE CORPORATION BY LAW, AND IS NOT INTENDED, BY THE MENTION OF ANY PARTICULAR PURPOSE, OBJECT OR BUSINESS, IN ANY MANNER TO LIMIT OR RESTRICT THE GENERALITY OF ANY OTHER PURPOSE, OBJECT OR BUSINESS MENTIONED, OR TO LIMIT OR RESTRICT ANY OF THE POWERS OF THE CORPORATION. THE CORPORATION IS FORMED UPON THE ARTICLES, CONDITIONS AND PROVISIONS HEREIN EXPRESSED, AND SUBJECT IN ALL PARTICULARS TO THE LIMITATIONS RELATIVE TO CORPORATIONS WHICH ARE CONTAINED IN THE GENERAL LAWS OF THIS STATE.

FOURTH: THE POST OFFICE ADDRESS OF THE PRINCIPAL OFFICE OF THE CORPORATION IN THIS STATE IS 251 EAST BALTIMORE STREET, HAGERSTOWN. THE RESIDENT AGENT OF THE CORPORATION

IS JAMES W. SACHS, WHOSE POSTOFFICE ADDRESS IS FUNKSTOWN, MARYLAND. SAID RESIDENT AGENT IS A CITIZEN OF THE STATE OF MARYLAND AND ACTUALLY RESIDES THEREIN.

FIFTH: THE TOTAL NUMBER OF SHARES OF STOCK WHICH THE CORPORATION HAS AUTHORITY TO ISSUE IS 10,000 SHARES (TEN THOUSAND) OF THE PAR VALUE OF \$10.00 (TEN DOLLARS) EACH, ALL OF WHICH SHARES ARE OF ONE CLASS AND ARE DESIGNATED COMMON STOCK. THE AGGREGATE PAR VALUE OF ALL SHARES HAVING PAR VALUE IS \$100,000.00 (ONE HUNDRED THOUSAND DOLLARS.)

SIXTH: THE NUMBER OF DIRECTORS OF THE CORPORATION SHALL BE THREE, WHICH NUMBER MAY BE INCREASED OR DECREASED PURSUANT TO THE BY-LAWS OF THE CORPORATION, BUT SHALL NEVER BE LESS THAN THREE; AND THE NAMES OF THE DIRECTORS WHO SHALL ACT UNTIL THE FIRST ANNUAL MEETING OR UNTIL THEIR SUCCESSORS ARE DULY CHOSEN AND QUALIFY ARE JAMES W. SACHS, WINIFRED J. SACHS, AND CHARLES B. CARTER.

SEVENTH: THE FOLLOWING PROVISIONS ARE HEREBY ADOPTED FOR THE PURPOSE OF DEFINING, LIMITING AND REGULATING THE POWERS OF THE CORPORATION AND OF THE DIRECTORS AND STOCKHOLDERS:

(A) THE BOARD OF DIRECTORS OF THE CORPORATION IS HEREBY EMPOWERED TO AUTHORIZE THE ISSUANCE FROM TIME TO TIME OF SHARES OF ITS STOCK, FOR SUCH CONSIDERATIONS AS SAID BOARD OF DIRECTORS MAY DEEM ADVISABLE, IRRESPECTIVE OF THE VALUE OR AMOUNT OF SUCH CONSIDERATIONS, BUT SUBJECT TO SUCH LIMITATIONS AND RESTRICTIONS, IF ANY, AS MAY BE SET FORTH IN THE BY-LAWS OF THE CORPORATION.

(B) THE BOARD OF DIRECTORS SHALL HAVE POWER, FROM TIME TO TIME, TO FIX AND DETERMINE AND TO VARY THE AMOUNT OF WORKING CAPITAL OF THE CORPORATION; TO DETERMINE WHETHER ANY, AND, IF ANY, WHAT PART, OF THE SURPLUS OF THE CORPORATION OR OF THE NET PROFITS ARISING FROM ITS BUSINESS SHALL BE DECLARED IN DIVIDENDS AND PAID TO THE STOCKHOLDERS SUBJECT, HOWEVER, TO THE PROVISIONS OF THE CHARTER, AND TO DIRECT AND DETERMINE THE USE AND DISPOSITION OF ANY OF SUCH SURPLUS OR NET PROFITS. THE BOARD OF DIRECTORS MAY IN ITS DISCRETION USE AND APPLY ANY SUCH SURPLUS OR NET PROFITS IN PURCHASING OR ACQUIRING ANY OF THE SHARES OF THE STOCK OF THE CORPORATION, OR ANY OF ITS BONDS OR OTHER EVIDENCES OF INDEBTEDNESS, TO SUCH EXTENT AND IN SUCH MANNER AND UPON SUCH LAWFUL TERMS AS THE BOARD OF DIRECTORS SHALL DEEM EXPEDIENT.

(c) THE CORPORATION RESERVES THE RIGHT TO MAKE FROM TIME TO TIME ANY AMENDMENTS OF ITS CHARTER WHICH MAY NOW OR HEREAFTER BE AUTHORIZED BY LAW, INCLUDING ANY AMENDMENTS CHANGING THE TERMS OF ANY CLASS OF ITS STOCK BY CLASSIFICATIONS, RE-CLASSIFICATION OR OTHERWISE, BUT NO SUCH AMENDMENT WHICH CHANGES THE TERMS OF ANY OF THE OUTSTANDING STOCK SHALL BE VALID UNLESS SUCH CHANGE OF TERMS SHALL HAVE BEEN AUTHORIZED BY THE HOLDERS OF FOUR-FIFTHS OF ALL OF SUCH STOCK AT THE TIME OUTSTANDING, BY VOTE AT A MEETING OR IN WRITING WITH OR WITHOUT A MEETING.

EIGHTH: THE DURATION OF THE CORPORATION SHALL BE PERPETUAL.

IN WITNESS WHEREOF, WE HAVE SIGNED THESE ARTICLES OF INCORPORATION THIS 21st DAY OF August, A.D., 1959.

WITNESS:

Joyce A. Snowberger
Joyce A. Snowberger

James W. Sachs
JAMES W. SACHS

Joyce A. Snowberger
Joyce A. Snowberger

Winifred J. Sachs
WINIFRED J. SACHS

Donna M. Trovinger
Donna M. Trovinger

Charles B. Carter
CHARLES B. CARTER

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY THAT, ON THIS 21st DAY OF August, A.D., 1959, BEFORE ME, THE SUBSCRIBER, A NOTARY PUBLIC OF THE STATE OF MARYLAND, PERSONALLY APPEARED JAMES W. SACHS, WINIFRED J. SACHS, AND CHARLES B. CARTER AND SEVERALLY ACKNOWLEDGED THE FOREGOING ARTICLES OF INCORPORATION TO BE THEIR ACT.

IN TESTIMONY WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY NAME AND AFFIXED MY NOTARIAL SEAL THE DAY AND YEAR LAST ABOVE WRITTEN.

Pearl L. Gehr
NOTARY PUBLIC
Pearl L. Gehr

My COMMISSION EXPIRES: May 1, 1961.

ARTICLES OF INCORPORATION
OF
HAGER OPTICAL INC.

STATE OF MD. COUNTY
WASHINGTON COUNTY
RECEIVED FOR RECORD
Incorporation
APR 23 10 03 AM '60
FOLIO
CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland August 24, 1959 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 739

Recorded in Liber 7-149, folio 8, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Bantz
Director

Recorded April 25, 1960 at 10:23 A.M. Liber 9

HOPKINS-GRUBER COMPANY, INC.

ARTICLES OF INCORPORATION

* * * * *

THIS IS TO CERTIFY:

FIRST: We, the undersigned, Edward J. Osteika, Sr., whose post office address is No. 153 Belview Avenue, Hagerstown, Maryland, Leo H. Miller, whose post office address is No. 207 West Irvin Avenue, Hagerstown, Maryland, and Yvonne E. Anthony, whose post office address is Route #1, Hagerstown, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators, with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation), is: ~~HOPKINS-GRUBER COMPANY, INC.~~

THIRD: The purposes for which the Corporation is formed are as follows:

1. To manufacture, buy, sell and otherwise deal in wholesale, retail clothing and wearing apparel of all kinds, classes and descriptions; to manufacture, purchase, sell and otherwise deal in all supplies and raw materials used in the manufacture of wearing apparel of every kind and description; to lease, purchase, sell and otherwise deal in all machinery, tools, implements, apparatus, equipment and appliances of every kind used in connection with the business carried on by the corporation, or with the selling and transportation or the finishing of other products manufactured, sold or used by it.

2. To subscribe for, acquire, sell, hold, exchange and deal in shares of stock, bonds, obligations or securities of any public or private Corporation, Government or Municipality, and have the express power to hold, purchase, or otherwise acquire, and to sell, assign, transfer, mortgage or otherwise dispose of

absolutely or upon condition shares of the capital stock, bonds or other evidences of indebtedness created by any other corporation or corporations, and while the owner thereof to exercise all of the incidents of ownership.

3. To buy, sell, deal in and improve, real estate wheresoever situate and fixtures and personal property incident thereto and connected therewith; to acquire by purchase, lease, hire, or otherwise, lands, tenements, hereditaments, or any interest therein and to improve the same; to sell, lease, mortgage, pledge or otherwise dispose of the lands or other property of the Corporation absolutely or upon condition.

4. To carry on any other business in connection therewith which may seem to the Corporation to be calculated, directly or indirectly, to effectuate the aforesaid objects, or any of them, or to facilitate it in the transaction of its aforesaid business, or any part thereof, or in the transaction of any other business that may be calculated, directly or indirectly, to enhance the value of its property and rights, not contrary to the Laws of the State of Maryland. The said Corporation shall enjoy and exercise all the powers and rights conveyed by statute upon the Corporation, and the enumeration of the specific powers in these Articles of Incorporation are in furtherance of and not in limitation of the General Powers conferred by law.

FOURTH: The post office address of the principal office of the Corporation in this State is No. 153 Belview Avenue, Hagerstown, Maryland. The name and post office address of the Resident Agent of the Corporation in this State are Edward J. Osteika, Sr., No. 153 Belview Avenue, Hagerstown, Maryland. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is five thousand (5,000) shares of the par value of Ten (\$10.00) Dollars a share, all of one class and having an aggregate par value of Fifty Thousand (\$50,000.00) Dollars.

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased according to the by-laws, but shall never be less than three (3); and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Edward J. Osteika, Sr., Joseph Balciunas and Edwin H. Miller

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

1. The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, whether now or hereafter authorized, or securities convertible into shares of ^{its} stock of any class, whether now or hereafter authorized.

2. The Board of Directors shall have power from time to time to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and if any, what part of the surplus of the Corporation or net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the Charter; and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may, in its discretion, use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of stock of the Corporation, or any of its bonds, or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on the 17th day of July, 1959.

WITNESS:

 (SEAL)
Edward J. Osteika, Sr.

 (SEAL)
Leo H. Miller


OLIVE R. SHUPP

 (SEAL)
Yvonne E. Anthony

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 17th day of July, 1959, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Edward J. Osteika, Sr., Leo H. Miller and Yvonne E. Anthony, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal the day and year last above written.

My commission expires:
May 1, 1961.

Olive R. Shupp
Notary Public
OLIVE R. SHUPP

See letter by similar
corporation authorizing
use of name J-18.

The Hopkins-Krueher Company

64
100

ARTICLES OF INCORPORATION
OF
HOPKINS-GRUBER COMPANY, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

Aug 25 10 23 AM '60

LIBER
LAWD []
G. MEHLIN SAYER
CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland August 6, 1959 at 9:15 o'clock A. M. as in conformity
with law and ordered recorded.

A 495

Recorded in Liber 7-146, folio 397, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.


Charles H. Bantjes
Director

Recorded May 17, 1960 at 10:09 A.M. Liber 9

AETNA VAN LINES, INC.

ARTICLES OF AMENDMENT

The Aetna Van Lines, Inc., a Maryland corporation having its principal office in ^{1828 Virginia Ave. P.O. Box 443} Hagerstown, Maryland (hereinafter called the Corporation), hereby certifies to the State Tax Commission of Maryland, That:

FIRST: The charter of the Corporation is hereby amended by striking out of the articles of incorporation and the certificate of incorporation the name AETNA VAN LINES, INC., and inserting in lieu thereof the name of R. T. MOTOR LINES INC..

SECOND: The board of directors of the Corporation, at a meeting duly convened and held on March 28, 1959, adopted a resolution in which was set forth the foregoing amendment, declaring that the said amendment of the Charter of the Corporation was advisable and directing that it be submitted for action thereon at a special meeting of the stockholders of the Corporation to be held on March 28, 1959 following this Board meeting.

THIRD: Notice setting forth of the proposed amendment of the Charter was given to all stockholders as required by law.

FOURTH: The amendment of the charter of the Corporation as hereinabove set forth was unanimously approved by the affirmative vote of all of the stockholders of the Corporation.

FIFTH: The amendment of the Charter of the Corporation as hereinabove set forth has been duly advised by the board of directors and approved by the stockholders of the Corporation.

IN WITNESS WHEREOF, THE AETNA VAN LINES, INC., has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary on the 3rd day of July, 1959.

AETNA VAN LINES, INC.

By Howard Toone
Howard Toone, President

Attest:

Stuart B. Abraham
Stuart B. Abraham, Secretary

STATE OF MarylandCOUNTY OF Washington

I HEREBY CERTIFY that on the 13 day of July, 1959
before me, the subscriber, a notary public of the State of Maryland,
in and for the County of Washington, personally appeared
Howard Toone, President of the AETNA VAN LINES, INC., a Maryland corporation,
and in the name and on behalf of said corporation acknowledged the foregoing
Articles of Amendment to the corporate act of said corporation; and at the same
time personally appeared Howard Toone and made oath in due form of law that he
was Chairman of the meeting of the stockholders of said corporation at which
the amendment of the charter of the corporation therein set forth was approved,
and that the matters and facts set forth in said Articles of Amendment are true
to the best of his knowledge, information and belief.

WITNESS my hand and notarial seal, the day and year last above written.

Com Expires
May 1, 1961

Stuart B. Ball
NOTARY PUBLIC



65

9

ARTICLES OF AMENDMENT
OF
AETNA VAN LINES, INC.
changing its name to
R. T. MOTOR LINES INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
MAY 17 10 09 AM '60
G. MERLIN SWYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland September 30, 1959 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 1153

Recorded in Liber 7153, folio 125, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ Recording fee paid \$ 10.00



To the clerk of the Circuit Court of Washington County
IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Burtis
Director

Hagerstown Motor Express Co., Inc.
FAST FREIGHT SERVICE

Route 6 - Middleburg Pike
~~526 FREDERICK STREET~~
HAGERSTOWN, MARYLAND

Recorded May 17, 1960 at 10:09 A.M. Liber 1009

September 8, 1959

CERTIFIED TRUE COPY

From Minutes of the annual meeting of Board of Directors of
Hagerstown Motor Express Co., Inc., held May 4th, 1959:

"The President further reported that a contract
had been entered into ----- for the rental of a
terminal building to be erected ----- on Route 6,
Middleburg Pike, Hagerstown, Maryland, beginning
September 1, 1959 -----

"Motion was made, seconded and carried that the
Corporation would move to the new location and that the
address of Hagerstown Motor Express Co., Inc. be changed
from 526 Frederick Street, Hagerstown, Maryland, to
Route 6, Middleburg Pike, Hagerstown, Maryland, as of
September 1, 1959."

J. Robert Shingleton
J. Robert Shingleton, President

68

NOTICE OF CHANGE OF PRINCIPAL OFFICE

OF

HAGERSTOWN MOTOR EXPRESS CO., INC.

received for record September 10, 1959

, at 9:15 A.M.

and recorded in Liber 7150

Folio No. 56 one of

the charter records of the State Department of Assessments and Taxation of Maryland.

To the Clerk of the Circuit Court of Washington County

AA N^o 67

Recording Fee Paid \$2.00

Terrace Restaurant, Incorporated

Recorded May 17, 1960 at 10:09 A.M. Liber
ARTICLES OF SALE

THIS IS TO CERTIFY:

1. That Terrace Restaurant, Incorporated, a corporation, Transferor, has sold to Fred Kramer and Renee Kramer, his wife, Transferees, all of Transferor's tangible personal property located at its place of business in Hagerstown, Maryland, together with good will and stock in trade.

2. That the names of the Transferees are Fred Kramer and Renee Kramer, his wife, and the post office address of the Transferees is 1102 Oak Hill Avenue, Hagerstown, Maryland.

3. That the Transferor is Terrace Restaurant, Incorporated, a corporation duly incorporated under the Laws of the State of Maryland. The Transferees are Fred Kramer and Renee Kramer, his wife.

4. That the total purchase price for the above mentioned property is Thirty-two Thousand Five Hundred Dollars (\$32,500.00) for the tangible personal property, good will, fixtures, equipment, etc., and in addition thereto the cost value of the stock in trade of which the Transferees have paid to the Transferor in cash the entire amount thereof.

5. That the principal office of the Transferor is located in Washington County, Maryland. The Transferees are residents of Washington County, Maryland. The Transferor owns real estate in Washington County, Maryland.

6. That these Articles of Sale were duly advised by the Board of Directors and approved by the Stockholders of the Transferor corporation in the manner and by the vote required by Chapter 135 of the Laws of Maryland, 1951.

7. That the transfer to be effected by these Articles of Sale was duly advised, authorized and approved by the Transferees.

WITNESS the corporate name of the Transferor duly signed by its President and its corporate seal affixed duly attested by its Secretary and the hands and seals of the Transferees this 10th day of September, A.D., 1959.

TERRACE RESTAURANT, INCORPORATED

By Joseph F. Urgo
Joseph F. Urgo President
Transferor

ATTEST:

Julia F. Urgo
Secretary
Julia F. Urgo

Fred Kramer (SEAL)
Fred Kramer

Renee Kramer (SEAL)
Renee Kramer
Transferees

WITNESS:

Pearl L. Gehr
Pearl L. Gehr

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 10th day of September, A.D., 1959, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Joseph F. Urgo, President of the Terrace Restaurant, Incorporated, and made oath in due form of law that he was the Chairman of the special meeting of the stockholders of Terrace Restaurant, Incorporated at which the foregoing Articles of Sale were approved and that the matters and facts set forth in the foregoing Articles of Sale with respect to authorization and approval on the part of the Transferor are true to the best of his knowledge, information and belief.

WITNESS my hand and Official Notarial Seal.

Dorothy B. Hykes
Dorothy B. Hykes
Notary Public.

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 10th day of September, A.D., 1959, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Fred Kramer and Renee Kramer, his wife, and made oath in due form of law that the matters and facts set forth in the foregoing Articles of Sale with respect to authorization and approval on the part of the Transferees are true to the best of their knowledge, information and belief.

WITNESS my hand and Official Notarial Seal.

Pearl L. Gehr
Pearl L. Gehr
Notary Public.

ARTICLES OF SALE

OF

TERRACE RESTAURANT, INCORPORATED - transferor

to

FRED KRAMER and RENEE KRAMER (indvds.) - transferee

approved and received for record by the State Department of Assessments and Taxation
 of Maryland September 14, 1959 at 9:00 o'clock A. M. as in conformity
 with law and ordered recorded.

A 947

Recorded in Liber *7151*, folio *139*, one of the Charter Records of the State
 Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ Recording fee paid \$ 10.00

To the clerk of the Circuit

Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
 has been received, approved and recorded by the State Department of Assessments and Taxation
 of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Buntgen
 Director

Recorded May 17, 1960 at 10:09 A.M. Liber 9

TOWNE MOTEL, INC.
ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, David W. Moore whose post office address is 1716 Dual Highway, Hagerstown, Maryland, Elizabeth W. Moore, whose post office address is 1716 Dual Highway, Hagerstown, Maryland, and Charles B. Carter, whose post office address is 25 North Avenue, Hagerstown, Maryland, all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: That the name of the corporation which is hereinafter called the Corporation is

TOWNE MOTEL, INC.

THIRD: That the purposes for which the said Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

(a) To acquire by purchase, exchange, lease hire, gift, or otherwise, and to hold, own, improve, develop, manage, operate, let as lessor, lease as lessee, sell, grant, convey, or encumber by mortgage or deed of trust or otherwise deal in, utilize, or dispose of real and personal property of every kind and description, including motels or motor hotels, dwelling houses, home sites, apartment houses, lots, acreage tracts, farms, stores, factories, business blocks, shopping centers, retail stores, service stations, and other structures and improvements as well as any rights, interest, leases,

equities, mortgages, and options in, upon or affecting any such real or personal property.

(b) To apply for, obtain, register, purchase, lease, or otherwise to acquire and to hold, own, use, develop, operate and introduce, and to sell, assign, grant licenses or territorial rights in respect to, or otherwise to turn to account or dispose of, any copyrights, trade-marks, trade names, brands, labels, patent rights, letters patent of the United States or of any other country or government, inventions, improvements, and processes, whether used in connection with or secured under letters patent or otherwise.

(c) To purchase, acquire, hold, sell, assign, transfer, mortgage, pledge, and otherwise dispose of capital stock, bonds, debentures, accounts receivable, mortgages or other evidences of indebtedness of any individual or any corporation, domestic or foreign, and while the holder thereof to exercise all the rights and privileges of ownership including the right to vote thereon and to issue in exchange therefor its own stock, bonds and other obligations, and to aid in any manner any corporation whose stock, bonds, or other obligations are held by this Corporation, and to do any other lawful acts or things and to carry on any other business which may seem to the Corporation to be calculated directly or indirectly to effectuate the aforesaid objects or any of them or to facilitate it in the transaction of the aforesaid business or any part thereof.

(d) In general to carry on any lawful business and to have and exercise all powers conferred by the

General Laws of the State of Maryland upon corporations formed thereunder and to exercise and enjoy all powers, rights, and privileges granted to or conferred upon corporations of this character by said General Laws now or hereafter in force; the enumeration of certain powers as herein specified not being intended to exclude any such other powers, rights and privileges.

FOURTH: The postoffice address of the place at which the principal office of the Corporation in this State will be located at is 1716 Dual Highway, Hagerstown, Maryland.

The resident agent of the Corporation is David W. Moore whose post office address is 1716 Dual Highway, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total amount of the authorized capital stock of the Corporation is One Thousand (1,000) shares of common stock of the aggregate par value of One Hundred Thousand Dollars (\$100,000.00), each share of said common stock having a par value of One Hundred Dollars (\$100.00).

SIXTH: The Board of Directors of the Corporation is hereby empowered to authorize the issuance to David W. Moore of thirty-nine (39) fully paid and non-assessable shares of the par value of One Hundred Dollars (\$100.00) per share and to Elizabeth W. Moore of thirty-nine (39) fully paid and non-assessable shares of the par value of One Hundred Dollars (\$100.00) per share for the following consideration:

The furnishings, furniture, drapes, television sets, office equipment, linens, bedding, and other items of personal property used in connection with the operation of Towne Motel which is located on U. S. Route No. 40

a short distance east of Hagerstown in Washington County, Maryland, including a 1958 Ford two-door Ranch Wagon.

The actual valuation of said consideration hereby fixed by the incorporators is not less than Seven Thousand Eight Hundred Dollars (\$7,800.00).

SEVENTH: The Corporation shall have three Directors and David W. Moore, Elizabeth W. Moore and Charles B. Carter shall act as such until the first annual meeting of stockholders or until their successors are duly chosen and qualified. The number of Directors may be changed from time to time in such lawful manner as the By-Laws of the Corporation may from time to time provide but there shall never be less than three Directors.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation this 24th day of September, A.D., 1959.

WITNESS:

<u>Pearl L. Gehr</u> Pearl L. Gehr	AS TO	<u>David W. Moore</u> David W. Moore
<u>Pearl L. Gehr</u> Pearl L. Gehr	AS TO	<u>Elizabeth W. Moore</u> Elizabeth W. Moore
<u>Pearl L. Gehr</u> Pearl L. Gehr	AS TO	<u>Charles B. Carter</u> Charles B. Carter

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on the 24th day of September, A.D., 1959, before me, the subscriber, a Notary Public in and for the County and State authorized, personally appeared David W. Moore, Elizabeth W. Moore and Charles B. Carter, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal, the day and year last above written.

Pearl L. Gehr
Pearl L. Gehr,
Notary Public

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
SEP 17 10 09 AM '60
CLERK

ARTICLES OF INCORPORATION
OF
TOWNE MOTEL, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland September 25, 1959 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 1118

Recorded in Liber *7152*, folio *501*, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ *20.00* Recording fee paid \$ *10.00*

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Burtan
Director

Recorded May 17, 1960 at 10:09 A.M. Liber 9

ARTICLES
CERTIFICATE OF INCORPORATION
OF

WALNUT POINT CHAPEL, INC.

WHEREAS, On the 9 day of Sept, A. D., 1959, the members of the Walnut Point Chapel situate near Walnut Point in Washington County, Maryland, at a meeting duly warned for the purpose, and by a vote of the majority of the members of said Church more than twenty-one years of age, it was unanimously decided by the persons there assembled to avail themselves of the advantages of incorporation provided by the laws of the State of Maryland, and to that end the following plan, agreement or regulations were unanimously adopted:

1st. That the name of the Corporation (which is hereinafter called the "Congregation") shall be "Walnut Point Chapel, Inc."

2nd. That the estate, property, interest and inheritance of said Congregation shall be managed by eight trustees, all of whom shall be above 21 years of age, of good character and members of said Congregation, and that the minister for the time being or senior minister, if there be more than one minister, for said Congregation shall always by virtue of his said office be a member of said body politic or Corporation in addition to the aforesaid seven trustees; that said trustees shall be elected annually on the 1st day of August of each year and shall hold office for a period of one year or until their successors are duly chosen and elected, and said trustees shall be more than 21 years of age, of good character and shall be active in the affairs of said Congregation; in the event of the death, resignation or refusal to act of any trustee duly elected, then the majority of the remaining trustees shall duly select another trustee to take the place of said trustee, so dying, resigning or failing to act, who shall fill the unexpired term thereof; said minister shall constitute and be the president of said trustees and of said

Congregation; that Reverend Claude B. Carbaugh, P. O. Box 42, Williamsport, Maryland, Luther C. Barnhart, 821 Lanvale Street, Hagerstown, Maryland, Franklin A. Keeney, R. F. D. 2, Williamsport, Maryland, Emmert E. Banzhoff, R. F. D. 2, Williamsport, Maryland, Ross Mallott, R. F. D. 2, Hagerstown, Maryland, Roy E. Harbaugh, R. F. D. 2, Mercersburg, Pennsylvania, Lewis Gayner, R. F. D. 4, Hagerstown, Maryland, and Frank Zello, R. F. D. 2, Hagerstown, Maryland, all being possessed with the required qualifications are and were duly elected trustees to hold office until the first day of August, A. D., 1960 or until their successors are duly chosen; that said trustees be and they are hereby authorized and required to keep and maintained a roster or list of the members of said Congregation and to strike from said roster or list the names of all persons resigning therefrom or who die while a member thereof or whose attendance and participation in the affairs of said Congregation is so infrequent as to make it, in the judgment of said trustees, advisable to no longer consider said person as a member thereof; that said trustees shall manage all of the affairs and property of said Congregation as in their judgment they deem most advisable so as to promote the best interests and welfare of said Congregation, subject to the provisions of the applicable laws of the State of Maryland and to the provisions hereof.

3rd. That there shall also be elected at the annual meeting on the 1st day of August of each year by the members of said Congregation a Secretary and a Treasurer.

4th. That all members of said Congregation whose names appear in the aforesaid roster or list or should appear therein, and who are at least 21 years of age and in attendance at said meetings, shall be entitled to vote thereat; that the majority of all said members present at any meeting and entitled to vote shall determine all matters which are submitted to vote at said meetings, except the employment and/or discharge of the minister to said Congregation

shall be by a vote of at least two-thirds of the members present and entitled to vote.

5th. That there shall be an annual meeting of all members of said Congregation on the 1st day of August of each year, but said meeting may be adjourned by those present thereat to some other date for any cause whatsoever, and all elections at such adjourned meeting shall be valid to all intents and purposes as though said meeting was held on the day herein specified.

6th. All funds belonging to said Congregation shall be deposited in the name of said Congregation in such bank or banks as the majority of said Trustees may from time to time deem advisable and shall be subject to withdrawal on checks signed by the minister of said Church and the Treasurer thereof.

7th. That should this Congregation be dissolved pursuant to the laws of the State of Maryland, then all assets of said Congregation shall be converted into cash by said Trustees or such other person or persons as shall be duly authorized so to do, and after the payment of all debts of said Congregation then any balance remaining shall be distributed and paid to all members of said Congregation whose names appear or should appear on the aforesaid roster or list and who are 21 years of age or more.

8th. That the trustees herein named shall acknowledge this plan, agreement or regulation and shall file and record the same pursuant to the provisions of the applicable laws of the State of Maryland.

IN WITNESS WHEREOF, the undersigned Trustees have hereunto set their hands and seals this 9 day of Sept, A. D., 1959.
Witness to all signatures: Reverend Claude B. Carbaugh (SEAL)
Luther C. Barnhart (SEAL)
Franklin A. Keeney (SEAL)

Emmert E. Banzhoff (SEAL)
Emmert E. Banzhoff

Ross Mallott (SEAL)
Ross Mallott

Roy E. Harbaugh (SEAL)
Roy E. Harbaugh

Lewis Gayner (SEAL)
Lewis Gayner

Frank Zello (SEAL)
Frank Zello

STATE OF MARYLAND, WASHINGTON COUNTY, To-Wit:-

I HEREBY CERTIFY, That on this 9 day of Sept., A. D., 1959, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Reverend Claude B. Carbaugh, Luther C. Barnhart, Franklin A. Keeney, Emmert E. Banzhoff, Ross Mallott, Roy E. Harbaugh, Lewis Gaynor and Frank Zello, Trustees named in the above and foregoing Articles of Incorporation, and did each acknowledge that the hereinbefore mentioned meeting took place as stated and that the plan, agreement and regulations set out in the foregoing Articles were adopted and accepted and that the whole plan, agreement and regulation is the act of the members hereinbefore mentioned and of these Trustees.

Witness my hand and official Notarial Seal.

R. D. Dittus
Notary Public

My Commission Expires: May 1, 1961

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
MAY 17 10 09 AM '59
LIBER (OFF)
LAND (OFF) G/SALE
G. MEHLIN SHIFFER
CLERK

ARTICLES OF INCORPORATION
OF
WALNUT POINT CHAPEL, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland September 16, 1959 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 1053

Recorded in Liber *7152*, folio *131*, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Butler
Director

Recorded May 17, 1960 at 10:09 A.M. Liber 9

ARTICLES OF INCORPORATION

BOWMAN REALTY, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Mabel B. Bowman, whose post office address is Smithsburg, Maryland, Harold L. Newcomer, whose post office address is 4202 28th Street, Mt. Ranier, Maryland, and Edgar B. Newcomer, whose post office address is 4406 Underwood Street, Hyattsville, Maryland, each of whom are at least 21 years of age, do hereby, under and by virtue of the General Laws of the State of Maryland authorizing the formation of Corporations, associate ourselves for the purpose and with the intention of forming a Corporation.

SECOND: That the name of the Corporation is:

BOWMAN REALTY, INC.

THIRD: That the purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

(a) To exercise all or any of the general powers conferred upon Corporations by the General Laws of Maryland (and without in any way limiting the right to exercise such general powers,) and in addition thereto,

(b) To purchase or otherwise acquire, take, receive, hold, own, use and to sell, exchange, lease, rent, improve, develop, divide, sub-divide, mortgage or otherwise encumber, square and otherwise in any and every manner to deal in and with improved and unimproved real property or any interest therein, wherever situated.

(c) To carry on and transact for itself or for the account of others the business of Realtors, Building Construction Contractors, General Merchants, General Brokers, General Agents, Buyers and Sellers of and Dealers in improved and unimproved real estate and personal property of whatever kind or description.

(d) To purchase, lease or otherwise acquire all or any part of the capital stock, property, rights, businesses, contracts, good-will, franchises and assets of every kind of any Corporation, co-partnership or individual carrying on or having carried on in whole or in part any business that the Corporation may be authorized to carry on and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof.

(e) To apply for, obtain, purchase, or otherwise acquire any letters patent, copyrights, licenses, trademarks, tradenames, rights, processes, formulae and the like which may be used for or incidental to any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell, or otherwise dispose of and deal in the same.

FOURTH: The post office address of the principal office of the Corporation in this State will be located at No. 16 Maple Avenue, Smithsburg, Maryland. The resident agent of the Corporation is Mabel B. Bowman, whose post office address is Smithsburg, Maryland, and said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Two Thousand (2000) Shares of Common Capital Stock having a par value of \$10.00 each; the aggregate par value of all of such shares is \$20,000.00. The shares of stock of the Corporation shall be non-assessable and shall be entitled to one vote per share in all meetings of the stockholders of the Corporation. The shares of stock of the Corporation shall be transferable only on the books of the Corporation upon surrender of the certificates therefor properly endorsed.

SIXTH: The Corporation shall have three (3) directors, and Mabel B. Bowman, whose post office address is Smithsburg, Maryland, Harold L. Newcomer, whose post office address is 4202 28th Street, Mt. Ranier, Maryland, and Edgar B. Newcomer, whose

post office address is 4406 Underwood Street, Hyattsville, Maryland, shall act as such until the first annual meeting of stockholders or until their successors are duly chosen and qualify.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the Directors and Stockholders:

(a) The Board of Directors of the Corporation is hereby authorized and empowered to authorize the issuance from time to time of shares of its stock of any class for such considerations as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the Corporation and according to law.

(b) The Board of Directors of the Corporation is hereby authorized and empowered to authorize the issuance of 1,998 shares of the Capital Stock of the Corporation of a total par value of \$19,980.00 for the following consideration: transfer to this Corporation by Mabel B. Bowman, widow, by such deeds or other instruments as may be legally necessary and proper, of good and marketable fee simple title, free of liens and encumbrances, of two several parcels of land, together with the improvements thereon and all rights, ways, privileges and appurtenances thereunto belonging or in anywise appertaining, said parcels of land being situate in Smithsburg, Washington County, Maryland, and more particularly described as follows:

PARCEL NO 1: All that tract or parcel of land situate and lying on the Northeast corner of the Public Square in the Town of Smithsburg, Washington County, Maryland, formed by the intersection of Main Street and Water Street therein, fronting 51½ Feet, more or less, on the Northeast side of said North Main Street and extending back and along and parallel with said Water Street with a uniform width a distance of 174 feet, more or less, to an alley, and being the same property which was conveyed unto Earl H. Bowman and the said Mabel B. Bowman, his wife, by Bernard P. Kretsinger and wife by deed dated April 17, 1944, and recorded among the Land Records of Washington County, Maryland, in Liber 226, folio 221.

PARCEL NO. 2: All that tract or parcel of land situate in the Town of Smithsburg, Washington County, Maryland, lying on and along the East side of the public road leading from said Smithsburg to Waynesboro, Pennsylvania, containing 2.19 acres, more or less,

and being the same property which was conveyed by Hugh Bishop Montgomery et al to Earl H. Bowman and the said Mabel B. Bowman, his wife, by deed dated July 8, 1946, and recorded among the Land Records of Washington County, Maryland, in Liber 238, folio 37, less however 0.31 acres, more or less, which was sold by the said Earl H. Bowman and wife to William B. Wiles and wife by deed dated February 16, 1952, and recorded among said Land Records in Liber 267, folio 670.

That in the opinion of the incorporators, the present actual fair market value of said consideration is not less than \$19,980.00 and is at least equal to the par value of the shares of corporate stock to be issued therefor.

(c) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the Directors of this Corporation are pecuniarily or otherwise interested in or are Directors or Officers of such other Corporation; any directors individually or any firm of which any director may be a member may be a party to or may be pecuniarily or otherwise interested in any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any Director of this Corporation who is also a Director or Officer of such other Corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction and may vote thereat to authorize any such contract or transaction with like force and effect as if he were not such Director or Officer of such other corporation or not so interested.

(d) At any meeting of the stockholders, any action taken or authorized which, in the absence of this provision, would require a greater proportion of such votes, shall be valid and effective if taken or authorized by a majority of the votes of all classes of stock entitled to be cast.

(e) The Corporation reserves the right to make from time to time any amendments of its Charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, reclassification or otherwise. Any such amendment shall be valid if authorized by the

same vote and procedure as are required in the case of Charter amendments not changing the terms of outstanding stock.

Mabel B. Bowman
Mabel B. Bowman

Harold L. Newcomer
Harold L. Newcomer

Edgar B. Newcomer
Edgar B. Newcomer

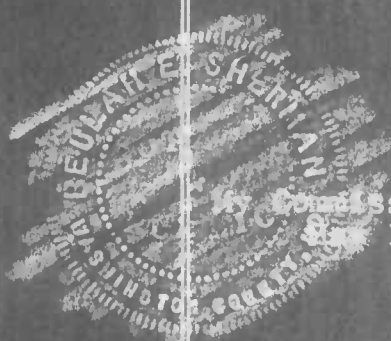
- 5 -

STATE OF MARYLAND, WASHINGTON COUNTY, To-Wit:-

I HEREBY CERTIFY, That on this 2nd day of September, A. D., 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Mabel B. Bowman, Harold L. Newcomer and Edgar B. Newcomer, personally known to me to be the persons whose names are subscribed to the foregoing instrument, and who did each acknowledge that they executed the same for the purposes therein contained.

WITNESS my hand and official Notarial Seal.

Beulah E. Sherman
Beulah E. Sherman
Notary Public



My Commission Expires:
1, 1961

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
MAY 17 10 09 AM '60
CLERK

ARTICLES OF INCORPORATION

OF

BOWMAN REALTY, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland September 3, 1959 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 869

Recorded in Liber 7-150, folio 274, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 12.00

To the clerk of the Circuit

Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Barton
Director

Recorded May 17, 1960 at 10:09 A.M. Liber 9

ARTICLES OF INCORPORATION
OF
ERNI'S ITALIAN KITCHEN, INC.

FIRST: We, the undersigned, Ernest R. Nasher, whose postoffice address is Watkins Acres, Frederick, Maryland, and Belle L. Nasher, whose post office address is Watkins Acres, Frederick, Maryland, and Myer Linzner, whose postoffice address is 1165 Hamilton Blvd., Hagerstown Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the general laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter called the Corporation) is ERNI'S ITALIAN KITCHEN, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

(A) To own, lease, establish, control, maintain, operate and carry on a restaurant, and to exercise all such power and authority as may be necessary to carry out the purposes and objects specified:

(B) To buy, sell, distribute and deal in merchandise and products of every kind and character.

(C) To purchase, manufacture or otherwise acquire, hold, mortgage, pledge, sell, transfer or in any manner encumber or dispose of goods, wares, merchandise and other personal property or equipment of every kind.

(D) To purchase, lease, or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let or in any manner encumber or dispose of real property wherever situated.

(E) To carry on and transact, for itself or for account of others, any business which may conveniently be conducted in conjunction with any of the business of the Corporation.

(F) To purchase, lease, or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carry on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises or assets, by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

(G) To purchase or otherwise acquire, hold and reissue, shares of its capital stock of any class, or the stock or securities of any other corporation whether domestic or foreign.

(H) To guarantee the performance of any contract by any other corporation or association in which the corporation has an interest and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidence of indebtedness created or issued by any such other corporation or association.

(I) To borrow, or raise, money for any purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased or for any other lawful consideration, and to secure the payment thereof and the interest thereon, by mortgage upon or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired, and to sell, pledge, discount or otherwise dispose of such bonds, notes or other obligations of the Corporation for its corporate purposes.

(J) The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance and not in limitation of the powers conferred upon the Corporation by law, and is not intended by the mention of any particular purposes, object or business, in any manner, to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed and subject in all particulars to the limitations, relative to corporations which are contained in the general laws of this State.

FOURTH: The postoffice address of the principal office of the Corporation in this State is 107 South Potomac Street, Hagerstown, Maryland. The resident agent of the Corporation is Myer Linzner, whose postoffice address is 1165 Hamilton Blvd., Hagerstown, Maryland. Said resident agent is an individual actually residing in this State.

FIFTH: Total number of shares of stock which the Corporation has authority to issue is one thousand(1000) of the par value of One Hundred Dollars(\$100.) a share, all of one class, and having an aggregate par value of One Hundred Thousand Dollars(\$100,000.00).

SIXTH: The number of Directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation but shall never be less than three(3), and the names of the Directors, who shall act until the first annual meeting or until their successors are duly elected and qualified, are Ernest R. Nasher, Belle L. Nasher, and Myer Linzner.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of any class, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firms is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(c) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by the classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

(d) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may fix; and

any shares or convertible securities which the Board of Directors may determine to offer for subscription to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

(e) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease, or to otherwise acquire the business, assets, or franchises, in whole or in part, of other corporations or unincorporated business entities.

EIGHTH: The corporation may purchase shares of its own stock to be held as Treasury Stock.

NINTH: A director need not be a stockholder.

TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS, WHEREOF, WE HAVE SIGNED THESE ARTICLES OF INCORPORATION ON THE 22nd DAY OF Sept., 1959.

Ernest R. Nasher
Ernest R. Nasher

Belle L. Nasher
Belle L. Nasher

WITNESS:

Benjamin Moss

Myer Linzner
Myer Linzner

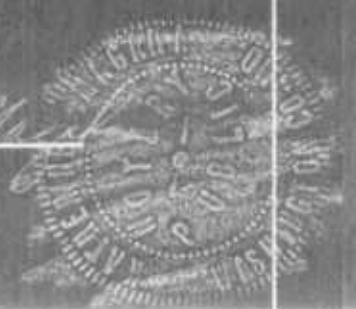
STATE OF MARYLAND, COUNTY OF WASHINGTON, SCT:-

THIS IS TO CERTIFY THAT ON THIS 22nd day of September, 1959, before me, the subscriber, a Notary Public, of the State of Maryland, in and for the County aforesaid, personally appeared Ernest R. Nasher, Belle L. Nasher, and Myer Linzner, and severally acknowledged the foregoing Articles of Incorporation to be there respective act.

WITNESS MY HAND AND NOTARIAL SEAL THE DAY AND YEAR LAST ABOVE WRITTEN.

William L. Marshall
Notary Public

My commission expires 5-1-61.



STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
MAY 17 10 09 AM '60
LIBER
LAND ☐ MORTGAGE ☐ SALE ☐
G. MERLIN SNYDER
CLERK

ARTICLES OF INCORPORATION
OF
ERNI'S ITALIAN KITCHEN INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland September 29, 1959 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 1205

Recorded in Liber 7152, folio 419, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles A. Bantue
Director

Recorded May 20, 1960 at 9:42 A.M. Liber 9

ARTICLES OF INCORPORATION
OF
FRIDINGER CONTRACTORS, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Robert M. Fridinger, whose post office address is 21 North Mulberry Street, Hagerstown, Maryland; Robert L. Ritchie, whose post office address is 805 Forest Drive; and Samuel C. Strite, whose post office address is 122 West Washington Street, Hagerstown, Maryland, all being at least twenty-one (21) years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is FRIDINGER CONTRACTORS, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

(a) To engage in the buying and selling, manufacturing and installing of plumbing and heating supplies of every kind, nature and description, both domestic and industrial, and in the buying, selling and installing of all building supplies and equipment of any kind, nature or description whatsoever and do a general plumbing business.

(b) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.

(c) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.

(d) To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers

and exporters of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

(e) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

(f) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account the same.

(g) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the right, powers, and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust

certificates, bonds or other obligations, or the proceeds, thereof, among the stockholders of this Corporation.

(h) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation or association.

(i) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount, or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(j) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(k) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain

offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is 805 Forest Drive, Hagerstown, Maryland. The resident agent of the Corporation is Robert L. Ritchie, whose post office address is 805 Forest Drive, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock of all classes which the corporation has authority to issue is Thirty Thousand shares (30,000) of the par value of Ten Dollars (\$10.00) each, all of which shares are of one (1) class and are designated Common Stock. The aggregate value of all shares having par value is Three Hundred Thousand Dollars (\$300,000.00).

SIXTH: The Corporation shall have three (3) directors and Robert M. Fridinger, Robert L. Ritchie and Samuel C. Strite shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of any class, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the By-laws of the Corporation.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(c) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and if any, what part, of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus

or net profit. The Board of Directors may in its discretion use and apoly any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(d) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

(e) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time, existing to the exclusion of holders of any or all other classes at the time existing.

(f) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number

of votes entitled to be cast thereon, except as otherwise provided in this charter.

(g) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

(h) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on October 23rd, 1959.

WITNESS:

Robert M. Fridinger (SEAL)
Robert M. Fridinger

Robert L. Ritchie (SEAL)
Robert L. Ritchie

Samuel C. Strite (SEAL)
Samuel C. Strite

Norma Jean Mose
Norma Jean Mose

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:-

I HEREBY CERTIFY, That on this 23rd day of October, A.D., 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Robert M. Fridinger, Robert L. Ritchie and Samuel C. Strite, and severally acknowledged the foregoing Articles of Incorporation to be their respective act.



WITNESS my hand and official Notarial Seal.

Norma Jean Mose
Norma Jean Mose, Notary Public
My Commission Expires: 5/1/61

STATE OF MD.
WASHINGTON COUNTY
RECORDED FOR RECORD
OCT 26 1959
11:00
CLERK

ARTICLES OF INCORPORATION
OF
FRIDINGER CONTRACTORS, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland October 26, 1959 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 1538

Recorded in Liber 7156, folio 556, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 60.00 Recording fee paid \$ 14.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.


Charles H. Bantz
Director

RESOLUTION OF THE BOARD OF DIRECTORS

HEISKEL ENGINEERING AND MANUFACTURING COMPANY
WILLIAMSPORT, MARYLAND

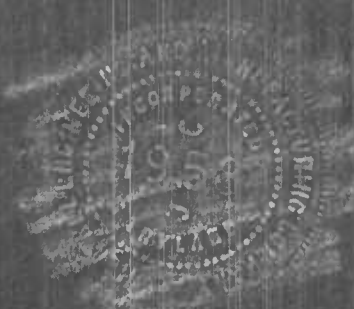
SEPTEMBER 3, 1959

(TWELFTH REGULAR MEETING)

FURTHER RESOLVED that James E. Powell, Jr., whose Post Office address is 371-B Nottingham Road, Hagerstown, Maryland, be appointed Resident Agent, effective September 1, 1959, to succeed Paul E. Schmidt. Said Resident Agent is a citizen of the State of Maryland and actually resides therein. It is also resolved that James E. Powell, Jr. be appointed Acting Secretary, effective September 1, 1959, along with his duties as Treasurer, to serve out Paul E. Schmidt's unexpired term of office.

James E. Powell, Jr.
James E. Powell, Jr.
Treasurer & Acting Secretary

SEAL:



NOTICE OF CHANGE OF RESIDENT AGENT

OF

HEISKEL ENGINEERING AND MANUFACTURING COMPANY

received for record October 5, 1959

, at 9:42 A. M.

and recorded in Liber F No. 152

Folio No. 554 one of

the charter records of the State Department of Assessments and Taxation of Maryland.

To the Clerk of the Circuit Court of Washington County

AA N° 82

Recording Fee Paid \$2.00

Recorded May 20, 1960 at 9:42 A.M. Liber 9

BOWERS & BOWERS INC.

ARTICLES OF REVIVAL

BOWERS & BOWERS INC., A MARYLAND CORPORATION HAVING ITS PRINCIPAL OFFICE IN WASHINGTON COUNTY, MARYLAND (HEREINAFTER CALLED THE CORPORATION), HEREBY CERTIFIES TO THE STATE TAX COMMISSION OF MARYLAND, THAT:

FIRST: THE CHARTER OF THE CORPORATION WAS FORFEITED ON OCTOBER 31, 1957, FOR THE NON-PAYMENT OF TAXES OR FOR FAILURE TO FILE AN ANNUAL REPORT WITH THE STATE TAX COMMISSION OF MARYLAND, AND THESE ARTICLES OF REVIVAL ARE FOR THE PURPOSE OF REVIVING AND REINSTATING THE CHARTER OF THE CORPORATION.

SECOND: THE NAME OF THE CORPORATION AT THE TIME OF THE FORFEITURE OF ITS CHARTER WAS BOWERS & BOWERS INC.

THIRD: THE NAME BY WHICH THE CORPORATION WILL HEREAFTER BE KNOWN IS BOWERS & BOWERS INC.

FOURTH: (A) THE POST OFFICE ADDRESS OF THE PRINCIPAL OFFICE OF THE CORPORATION IN THE STATE OF MARYLAND IS 1739 YORK ROAD, HAGERSTOWN, WASHINGTON COUNTY, MARYLAND, AND SAID PRINCIPAL OFFICE IS LOCATED IN THE SAME COUNTY IN WHICH THE PRINCIPAL OFFICE OF THE CORPORATION WAS LOCATED AT THE TIME OF THE FORFEITURE OF ITS CHARTER.

(B) THE NAME AND POST OFFICE ADDRESS OF THE RESIDENT AGENT OF THE CORPORATION IN THE STATE OF MARYLAND ARE RALPH W. BOWERS, No. 1739 YORK ROAD, HAGERSTOWN, WASHINGTON COUNTY, MARYLAND. SAID RESIDENT AGENT IS AN INDIVIDUAL ACTUALLY RESIDING IN THIS STATE.

FIFTH: AT OR PRIOR TO THE FILING OF THESE ARTICLES OF REVIVAL, THE CORPORATION HAS:

(A) PAID ALL FEES REQUIRED BY LAW;

(B) FILED ALL ANNUAL REPORTS WHICH SHOULD HAVE BEEN FILED BY THE CORPORATION IF ITS CHARTER HAD NOT BEEN FORFEITED;

(C) PAID ALL STATE AND LOCAL TAXES (OTHER THAN TAXES ON REAL ESTATE) AND ALL INTEREST AND PENALTIES DUE BY THE CORPORATION, IRRESPECTIVE OF ANY PERIOD OF LIMITATION OTHERWISE PRESCRIBED BY LAW AFFECTING THE COLLECTION OF ANY PART OF SUCH TAXES; AND

(D) PAID AN AMOUNT EQUAL TO ALL STATE AND LOCAL TAXES (OTHER THAN TAXES ON REAL ESTATE) AND ALL INTEREST AND PENALTIES WHICH, IRRESPECTIVE OF ANY PERIOD OF LIMITATION OTHER-

WISE PRESCRIBED BY LAW AFFECTING THE COLLECTION OF ANY PART OF SUCH TAXES, WOULD HAVE BEEN PAYABLE BY THE CORPORATION IF ITS CHARTER HAD NOT BEEN FORFEITED.

IN WITNESS WHEREOF, THE UNDERSIGNED, WHO WERE RESPECTIVELY THE LAST ACTING PRESIDENT AND SECRETARY OF THE CORPORATION, HAVE SIGNED THESE ARTICLES OF REVIVAL ON September 25, 1959.

Charles M. Bowers
CHARLES M. BOWERS
LAST ACTING PRESIDENT

Ralph W. Bowers
RALPH W. BOWERS
LAST ACTING SECRETARY

STATE OF MARYLAND,)
COUNTY OF WASHINGTON.) SS:

I HEREBY CERTIFY THAT ON September 25, 1959, BEFORE ME, THE SUBSCRIBER, A NOTARY PUBLIC OF THE STATE OF MARYLAND IN AND FOR THE COUNTY OF WASHINGTON, PERSONALLY APPEARED CHARLES M. BOWERS, THE LAST ACTING PRESIDENT, AND RALPH W. BOWERS, THE LAST ACTING SECRETARY OF BOWERS & BOWERS INC. A MARYLAND CORPORATION, AND SEVERALLY ACKNOWLEDGED THE A-FOREGOING ARTICLES OF REVIVAL TO BE THEIR ACT.

WITNESS MY HAND AND NOTARIAL SEAL, THE DAY AND YEAR LAST ABOVE WRITTEN.

Pearl L. Gehr
Pearl L. Gehr
NOTARY PUBLIC

MY COMMISSION EXPIRES: May 1, 1961.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
MAY 20 9 42 AM '60
LIBER ☐ FOLIO ☐
LAND ☐ G/MONITOR ☐ G/SALE ☐
G. MERLIN SNYDER
CLERK

ARTICLES OF REVIVAL
OF
BOWERS & BOWERS INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland October 5, 1959 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 1268

Recorded in Liber *2154*, folio *225*, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Special Fee
/ Bonus Tax paid \$ 25.00 Recording fee paid \$ 10.00

To the clerk of the Circuit

Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Bowers
Director

Recorded May 20, 1960 at 9:42 A.M. Liber 9

MAEMART CORPORATION
ARTICLES OF AMENDMENT

MAEMART CORPORATION, a Maryland corporation having its principal office in Washington County, Maryland, hereinafter called the Corporation, hereby certifies to the State Department of Assessments and Taxation, that:

FIRST: The charter of the Corporation is hereby amended by striking out Article FIFTH of the Articles of Incorporation and inserting in lieu thereof the following:

"FIFTH: The total amount of the authorized capital stock of the Corporation is Two Hundred Thousand Dollars (\$200,000.00) consisting of ten thousand (10,000) shares of common stock of the par value of Twenty Dollars (\$20.00) per share, which common stock shall be divided into two classes to be known as Class A Common Stock and Class B Common Stock, consisting of five thousand (5,000) shares of Class A Common Stock and five thousand (5,000) shares of Class B Common Stock. The holders of Class A Common Stock and Class B Common Stock will participate equally in the earnings of the Corporation according to the number of shares of Common Stock respectively held by them; the Class A Common Stock shall be vested with exclusive voting power for the election of Directors and for all other purposes except as may be otherwise provided by law; each holder of Class A Common Stock shall have one vote for each share of stock so held; the Class B Common Stock shall have no voting power nor be entitled to receive notice of meetings of the stockholders of the Corporation except meetings at which action is to be taken which it is required by law that the owners of the Class B Common Stock shall be entitled to vote; and that the total amount of Common Stock now outstanding which consists of twelve hundred and fifty

(1250) shares shall be converted into Class A Common Stock and that the remaining thirty-seven hundred and fifty (3750) shares of authorized capital stock which has not been heretofore issued shall likewise be converted into Class A Common Stock."

SECOND: The Board of Directors of the Corporation, at a meeting duly convened and held on September 17, 1959, adopted a resolution declaring that the said amendment of the charter was advisable and directing that it be submitted for action thereon at a special meeting of the stockholders of the Corporation to be held on September 17, 1959.

THIRD: The meeting of stockholders of the Corporation called by the Board of Directors of the Corporation, notice of which was waived by all of the stockholders, was held at Room 312 Earle Building, Hagerstown, Maryland, on the 17th day of September, A.D., 1959, and at which meeting the stockholders of the Corporation by the unanimous affirmative vote of all of the shares of the stock of the Corporation outstanding and entitled to vote approved and adopted the amendment of the charter of the Corporation hereinabove set forth.

FOURTH: The amendment of the charter of the Corporation as hereinabove set forth has been duly advised by the Board of Directors and approved by the stockholders of the Corporation.

FIFTH: (a) The total number of all classes of stock of the Corporation heretofore authorized and the number and par value of the shares of each class are as follows:

Five thousand (5,000) shares of common stock of the aggregate par value of One Hundred Thousand Dollars (\$100,000.00), each share of said common stock having a par value of Twenty Dollars (\$20.00).

(b) The total number of shares of all classes of stock of the Corporation as increased and the number and par value of the shares of each class are as follows:

1. Five thousand (5,000) shares of Class A Common Stock having a par value of Twenty Dollars (\$20.00) per share.

2. Five thousand (5,000) shares of Class B Common Stock having a par value of Twenty Dollars (\$20.00) per share.

(c) A description of each class of stock of the Corporation with the voting powers, restrictions, qualifications, and other rights of each class of the authorized capital stock as increased are as set forth in Article FIRST hereof.

IN WITNESS WHEREOF, Maemart Corporation has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereto attached and attested by its Secretary this 17th day of September, A.D., 1959.

MAEMART CORPORATION,

By Harvey H. Heyser, Jr.
Harvey H. Heyser, Jr.,
President.

(CORP. SEAL)

ATTEST: Lolita L. Heyser
Lolita L. Heyser,
Secretary.

STATE OF MARYLAND,
COUNTY OF WASHINGTON, ss:

I HEREBY CERTIFY, That on this 17th day of September, A.D., 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared Harvey H. Heyser, Jr., President of Maemart Corporation, a Maryland corporation, and in the name and on behalf of said Corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said Corporation; and at the same time personally appeared Lolita L. Heyser and made oath in due form of law that she was Secretary of the meeting of stockholders of the Corporation at which the amendment of the charter of the Corporation set forth in said Articles of Amendment was adopted, and that the matters and facts set forth in said Articles of Amendment are true to the best of her knowledge, information and belief.

WITNESS my hand and notarial seal, the day and year last above written.

Pearl L. Gehr
Pearl L. Gehr,
Notary Public.

LIBER 4154
LAND RECORDS/SALES
G. MEHLIN SMYDER
CLERK

MAY 20 9 42 AM '60

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

ARTICLES OF AMENDMENT
OF
MAEMART CORPORATION

approved and received for record by the State Department of Assessments and Taxation
of Maryland October 5, 1959 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 1245

Recorded in Liber 4154, folio 114, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Partridge
Director

Recorded May 20, 1960 at 9:42 A, M. Liber 9

ARTICLES OF INCORPORATION
OF
ANTIETAM BEVERAGE, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Joseph A. O'Neill, whose postoffice address is 2803 Terrace Road, S.E., Washington, D. C., Mabel W. O'Neill, whose postoffice address is 2803 Terrace Road, S.E., Washington, D. C., and Harry Francis O'Neil, whose postoffice address is 8807 Bradford Road, Silver Spring, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation (which is herein-after called the "Corporation") is:

ANTIETAM BEVERAGE, INC.

THIRD: The purposes for which the corporation is formed are as follows:

- (a) To deal at wholesale and as distributor of beer, ale and other malt beverages.
- (b) To maintain and keep storage warehouses for the storage of beer, ale and other malt beverages.
- (c) To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, buyers and sellers of, dealers in, and importers and exporters of beer, ale and other malt products.
- (d) To manufacture, purchase, or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.
- (e) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.

(f) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

(g) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(h) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers, and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to

121

distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(i) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences or indebtedness created or issued by any such other corporation or association.

(j) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(k) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(l) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, district, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose,

object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The postoffice address of the principal office of the Corporation in this State is 140 Elm Street, Hagerstown, Maryland. The resident agent of the Corporation is Harry Francis O'Neil, whose postoffice address is 8807 Bradford Road, Silver Spring, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is One Thousand (1,000) shares of the par value of Fifty (\$50.00) Dollars each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is Fifty Thousand (\$50,000.00) Dollars.

SIXTH: The Corporation shall have Three (3) directors and Joseph A. O'Neill, Mabel W. O'Neill and Harry Francis O'Neil shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting, and regulating the powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of any class, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or other-

wise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 12th day of October, 1959.

WITNESS:

Estelle S. Riemer
Estelle S. Riemer
Estelle S. Riemer

Joseph A. O'Neill
Joseph A. O'Neill
Mabel W. O'Neill
Mabel W. O'Neill
Harry Francis O'Neil
Harry Francis O'Neil

STATE OF MARYLAND }
COUNTY OF Montgomery } ss.

THIS IS TO CERTIFY, that on the 12th day of October, 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Joseph A. O'Neill, Mabel W. O'Neill and Harry Francis O'Neil, and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Official Notarial Seal.

My Commission Expires:
5-1-61



STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
OCT 13 9 42 AM '59
CLERK

ARTICLES OF INCORPORATION
OF
ANTIETAM BEVERAGE, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland October 13, 1959 at 10:02 o'clock A. M. as in conformity
with law and ordered recorded.

A 1400

Recorded in Liber *7155*, folio *448*, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 12.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Bontz
Director

ARTICLES OF INCORPORATION
OF
BEARINGS & TRANSMISSION OF PA., INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Thomas F. Hart, whose post office address is 1875 Pennsylvania Avenue, Hagerstown, Maryland; Don J. Russell, whose post office address is 716 Orchard Road, Hagerstown, Maryland; and Samuel C. Strite, whose post office address is 122 West Washington Street, Hagerstown, Maryland, all being at least twenty-one (21) years of age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is BEARINGS & TRANSMISSION OF PA., INC.

THIRD: The purposes for which the Corporation is formed are as follows:

(a) To carry on the business of manufacturers and dealers in bearings, bearing materials, mounted and unmounted bearing units, bearing tools, oil seals, lubricants, and to buy, sell, manufacture, resell, convert, alter, let or hire and deal in appliances and goods of every kind and character incident to or used in connection therewith.

(b) To manufacture, buy, sell, deal in and install belts, V belts, drives, sheaves, sprockets, chain cases, speed reducers, stationary and variable control couplings, fluid couplings, flexible couplings, gear motors, variable speed motors and other types of motors, pulley and variable pulleys, conveying machines and accessories, power transmission devises and any other articles of commerce used in connection therewith.

(c) To manufacture, hold or sell or otherwise dispose of, trade in, deal in and deal with plain belting conveyors and flat belting and attachments, conveyor chain transmission, chains, clutches, gears, oil seals, sealing materials, fluid couplings, fluid drives and devices and all other materials and supplies used in connection therewith.

(d) To manufacture, buy, sell, lease, exchange, dispose of or otherwise deal in all kinds of lubricating equipment and accessories, control equipment and accessories and all other supplies, machinery and equipment pertaining to or used in connection therewith.

(e) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.

(f) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.

(g) To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers, and sellers of, dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

(h) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights,

business, contracts, good-will, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

(i) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account the same.

(j) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds, thereof, among the stockholders of this Corporation.

(k) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities

or other evidences of indebtedness created or issued by any such other corporation or association.

(1) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount, or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(m) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(n) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in

limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is 1875 Pennsylvania Avenue, Hagerstown, Maryland. The resident agent of the Corporation is Thomas F. Hart, whose post office address is 1875 Pennsylvania Avenue, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock of all classes which the corporation has authority to issue is Ten Thousand shares (10,000) of the par value of Ten Dollars (\$10.00) each, all of which shares are of one (1) class and are designated Common Stock. The aggregate value of all shares having par value is One Hundred Thousand Dollars (\$100,000.00).

SIXTH: The Corporation shall have three (3) directors and Thomas F. Hart, Don J. Russell and Samuel C. Strite shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of

any class, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the By-laws of the Corporation.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(c) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and if any, what part, of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus or net profit. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any

of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(d) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

(e) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time, existing to the exclusion of holders of any or all other classes at the time existing.

(f) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter.

(g) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

(h) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchise, in whole or in part, of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on October 23rd, 1959.

WITNESS:

Norma Jean Mose
Norma Jean Mose

Thomas F. Hart (SEAL)
Thomas F. Hart

Don J. Russell (SEAL)
Don J. Russell

Samuel C. Strite (SEAL)
Samuel C. Strite

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:-

I HEREBY CERTIFY, That on this 23rd day of October, A.D., 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Thomas F. Hart, Don J. Russell and Samuel C. Strite, and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and official Notarial Seal.



Norma Jean Mose
Norma Jean Mose, Notary Public
My Commission Expires: 5/1/61

Consent Letter 10-23-59 - Bearings & Transmission, Inc.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
MAY 20 9 42 AM '60
LIBER 7156
FOLIO 547
C. MORTIMER STODOL
CLERK

ARTICLES OF INCORPORATION
OF
BEARINGS & TRANSMISSION OF PA., INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland October 26, 1959 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 1537

Recorded in Liber 7156, folio 547, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 16.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Linder
Director

Recorded May 20, 1960 at 9:42 A.M. Liber 9

ARTICLES OF INCORPORATION

OF

FRIDINGER-RITCHIE CO., INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Harry T. Fridinger, whose post office address is 826 Forest Drive, Hagerstown, Maryland; Raymond A. Ritchie, Jr., whose post office address is 1312 The Terrace, Hagerstown, Maryland; and Samuel C. Strite, whose post office address is 122 West Washington Street, Hagerstown, Maryland, all being at least twenty-one (21) years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is FRIDINGER-RITCHIE CO., INC.

THIRD: The purposes for which the Corporation is formed are as follows:

(a) To engage in the buying and selling, manufacturing and installing of plumbing and heating supplies of every kind, nature and description, both domestic and industrial, and in the buying, selling and installing of all building supplies and equipment of any kind, nature or description whatsoever and do a general plumbing business.

(b) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.

(c) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.

(d) To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers

and exporters of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

(e) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

(f) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(g) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers, and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates bonds or other obligations, or the proceeds thereof, among the stock-

holders of this Corporation.

(h) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation or association.

(i) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount, or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(j) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(k) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies, in any or all states, territories, districts,

colonies and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is 1312 The Terrace, Hagerstown, Maryland. The resident agent of the Corporation is Raymond A. Ritchie, Jr., whose post office address is 1312 The Terrace, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock of all classes which the corporation has authority to issue is Thirty Thousand (30,000) shares of the par value of Ten Dollars (\$10.00) each, all of which shares are of one (1) class and are designated Common Stock. The aggregate value of all shares having par value is Three Hundred Thousand Dollars (\$300,000.00).

SIXTH: The Corporation shall have three (3) directors and Harry T. Fridinger, Raymond A. Ritchie, Jr., and Samuel C. Strite shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of any class, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the By-laws of the Corporation.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(c) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and, if any, what part, of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and

apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(d) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

(e) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time, existing to the exclusion of holders of any or all other classes at the time existing.

(f) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided

in this charter.

(g) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

(h) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on October 23rd, 1959.

WITNESS:

Harry T. Fridinger (SEAL)
Harry T. Fridinger

Raymond A. Ritchie, Jr. (SEAL)
Raymond A. Ritchie, Jr.

Samuel C. Strite (SEAL)
Samuel C. Strite

Norma Jean Mose
Norma Jean Mose

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:-

I HEREBY CERTIFY, That on this 23rd day of October, A.D., 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Harry T. Fridinger, Raymond A. Ritchie, Jr., and Samuel C. Strite, and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and official Notarial Seal.

Norma Jean Mose
Norma Jean Mose
Notary Public
My Comm. Exp. - May 1, 1961

LIBERTY
LAND & MOUNTAIN
G. MERRILL SMYDER
CLERK
MAY 20 9 42 AM '60
STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

ARTICLES OF INCORPORATION
OF
FRIDINGER-RITCHIE CO., INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland October 26, 1959 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 1545

Recorded in Liber 7157, folio 1, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 60.00 Recording fee paid \$ 14.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.


Director

Recorded May 20, 1960 at 9:42 A.M. Liber 9

ARTICLES OF INCORPORATION

OF

BARVAL CORPORATION

THIS IS TO CERTIFY:+

FIRST: That we, the subscribers, Val S. Bristow, whose postoffice address is No. 1013 Oak Hill Avenue, Hagerstown, Maryland, Martha W. Bristow, whose post-office address is No. 1013 Oak Hill Avenue, Hagerstown, Maryland, and Edward Oswald, Jr., whose post-office address is No. 826 The Terrace, Hagerstown, Maryland, all being of full legal age, have, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associated ourselves with the intention of forming a corporation.

SECOND: That the name of the corporation (which is hereinafter called the Corporation) is

BARVAL CORPORATION.

THIRD: The purpose for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:-

(a) To purchase, acquire, hold, improve, sell, convey, mortgage, encumber, lease and otherwise deal in real property of every kind and character and wheresoever situated and to conduct a general real estate and rental business.

(b) To purchase, acquire, hold, sell, assign and otherwise deal in personal property of every kind and character, including stocks and securities of other corporations, and to lend money and take securities for the payment of all sums of money owing to the corporation, and to sell, assign and release such securities.

(c) To engage in and carry on any other business which may conveniently be conducted in conjunction with any of the business of the Corporation,

(d) In general to carry on any lawful business and to have and exercise all powers conferred by the General Laws of the State of Maryland upon corporations formed thereunder and to exercise and enjoy all powers, rights, and privileges granted to or conferred upon corporations of this character by said

General Laws now or hereafter in force; the enumeration of certain powers as herein specified not being intended to exclude any such other powers, rights and privileges.

FOURTH:- The post-office address of the place at which the principal office of the Corporation in this State will be located is No. 1013 Oak Hill Avenue, City of Hagerstown, Washington County, Maryland. The resident agent of the Corporation is Martha W. Bristow, whose post-office address is No. 1013 Oak Hill Avenue, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH:- The Corporation shall have three (3) directors, and Irene Y. Wingert, Val S. Bristow and Martha W. Bristow shall act as such until the first annual meeting or until their successors are duly chosen and qualified. The directors may be classified and the number thereof may be changed in such lawful manner as the by-laws from time to time may provide.

SIXTH:- The total amount of authorized capital stock of the Corporation is ONE HUNDRED THOUSAND (\$100,000.00) DOLLARS, divided into ONE THOUSAND (1,000) SHARES of the par value of ONE HUNDRED (\$100.00) DOLLARS each, and the said capital stock is to be known as Common Capital Stock.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 23rd day of October, 1959.

Val S. Bristow
Val S. Bristow

Martha W. Bristow
Martha W. Bristow

Edward Oswald, Jr.
Edward Oswald, Jr.

ATTEST:

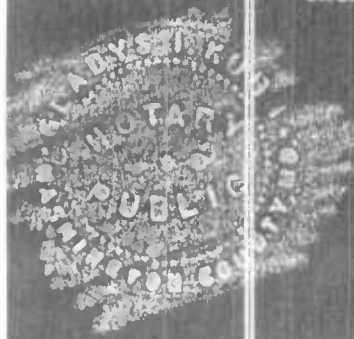
Gladys I. Kuhn.

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:-

I HEREBY CERTIFY, that on this 23rd day of October, 1959, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Val S. Bristow, Martha W. Bristow and Edward Oswald, Jr., and severally acknowledged the foregoing Articles of Incorporation to be their act.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my Official Notarial Seal the day and year last above mentioned.

Gladys I. Kuhn.
Notary Public.



STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
MAY 20 9 42 AM '60
LIBER
LAND ☒ MORTG ☐ SALE ☐
G. MERLIN SNYDER
CLERK

ARTICLES OF INCORPORATION
OF
BARVAL CORPORATION

approved and received for record by the State Department of Assessments and Taxation
of Maryland October 26, 1959 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 1547

Recorded in Liber 7157, folio 14, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the Clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Bantley
Director

Recorded May 20, 1960 at 9:42 A.M. Liber 9

NEWMAN AUTO COMPANY
ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Hoy D. Newman, whose postoffice address is 15 West Water Street, Smithsburg, Maryland; David H. Newman, whose postoffice address is Smithsburg, Maryland; and Howard P. Newman, whose postoffice address is Smithsburg, Maryland, all being of full legal age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations associate ourselves with the intention of forming a corporation.

SECOND: That the name of the corporation (which is hereinafter called the Corporation) is NEWMAN AUTO COMPANY.

THIRD: The purposes for which the Corporation is formed and the business or objects to be carried on or promoted by it are as follows:

(a) To manufacture, sell, buy, rent, store, repair and care for automobiles, motorcycles and motor vehicles of all kinds and supplies therefor and appurtenances thereto; to build, purchase or otherwise acquire, and operate buildings, storage houses and garages for the storing, caring for and keeping for hire therein of automobiles, motorcycles and motor vehicles of every kind, nature and description; and to sell, lease, transfer, convey, assign, mortgage or otherwise encumber the same so far as it may be necessary or useful for the carrying on of the purposes of said Corporation; to buy, sell and deal in all goods, wares and merchandise necessary or incidental to the operation, repair or equipment of automobiles, motorcycles or motor vehicles of any and all kinds, manufactures and descriptions.

(b) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.

(c) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or

other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(d) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(e) To carry out all or any part of the aforesaid purposes and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The postoffice address of the place at which the principal office of the Corporation in this State will be located is 1 Maple Avenue, Smithsburg, Maryland. The resident agent of the Corporation is Hoy D. Newman, whose postoffice address is 15 West Water Street, Smithsburg, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares which the Corporation has authority to issue is one thousand (1,000) shares of the par value of One Hundred (\$100.00) Dollars each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is One Hundred Thousand (\$100,000.00) Dollars.

SIXTH: The Corporation shall have not less than three directors and the said Hoy D. Newman, David H. Newman and Howard P. Newman shall act as such until the first annual meeting or until their successors are duly chosen and qualify.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of any class, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract

or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(c) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 3rd day of October, 1959.

Witness:

Joseph C. Grossnickle

Hoy D. Newman
Hoy D. Newman

David H. Newman
David H. Newman

Howard P. Newman
Howard P. Newman

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 3rd day of October, 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Hoy D. Newman, David H. Newman and Howard P. Newman and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Notarial Seal.

Joseph C. Grossnickle
Notary Public

My commission expires: May 1, 1961



STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
OCT 20 9 10 AM '59
CLERK

ARTICLES OF INCORPORATION
OF
NEWMAN AUTO COMPANY

approved and received for record by the State Department of Assessments and Taxation
of Maryland October 16, 1959 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 1428

Recorded in Liber 7105, folio 598, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.


Director

Recorded May 20, 1960 at 9:42 A.M. Liber 9

NEWMAN FARM SUPPLY, INC.
ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Hoy D. Newman, whose postoffice address is 15 West Water Street, Smithsburg, Maryland; David H. Newman, whose postoffice address is Smithsburg, Maryland; and Howard P. Newman, whose postoffice address is Smithsburg, Maryland, all being of full legal age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations associate ourselves with the intention of forming a corporation.

SECOND: That the name of the Corporation (which is hereinafter called the Corporation) is NEWMAN FARM SUPPLY, INC.

THIRD: The purposes for which the Corporation is formed and the business or objects to be carried on or promoted by it are as follows:

(a) To manufacture, sell, buy, rent, store, repair and care for farm machinery, tools and equipment of all kinds and supplies therefor and appurtenances thereto; to build, purchase or otherwise acquire, and operate buildings, storage houses and garages for the storing, caring for and keeping for hire therein of farm machinery, tools and equipment of every kind, nature and description; and to sell, lease, transfer, convey, assign, mortgage or otherwise encumber the same so far as it may be necessary or useful for the carrying on of the purposes of said Corporation; to buy, sell and deal in all goods, ware and merchandise necessary or incidental to the operation, repair or equipment of farm machinery, tools and equipment of any and all kinds, manufactures and descriptions.

(b) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.

(c) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or

other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(d) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(e) To carry out all or any part of the aforesaid purposes and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The postoffice address of the place at which the principal office of the Corporation in this State will be located is 1 Maple Avenue, Smithsburg, Maryland. The resident agent of the Corporation is Hoy D. Newman, whose postoffice address is 15 West Water Street, Smithsburg, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares which the Corporation has authority to issue is one thousand (1,000) shares of the par value of One Hundred (\$100.00) Dollars each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is One Hundred Thousand (\$100,000.00) Dollars.

SIXTH: The Corporation shall have not less than three directors and the said Hoy D. Newman, David H. Newman and Howard P. Newman shall act as such until the first annual meeting or until their successors are duly chosen and qualify.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of any class, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known

to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director^{or}/officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(c) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 3rd day of October, 1959.

Witness:

Joseph C. Grosenick

Hoy D. Newman
Hoy D. Newman

David H. Newman
David H. Newman

Howard P. Newman
Howard P. Hartman

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 3rd day of October, 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Hoy D. Newman, David Newman and Howard P. Newman, and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Notarial Seal.



Joseph C. Grosenick
Notary Public

My commission expires: May 1, 1961

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
MAY 20 9 42 AM '60
G. MERRIN SHROVER
CLERK

ARTICLES OF INCORPORATION
OF
NEWMAN FARM SUPPLY, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland October 16, 1959 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 1429

Recorded in Liber 7155, folio 604, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles F. Hanger
Director

Recorded May 20, 1960 at 9:42 A.M. Liber 9

ARTICLES OF INCORPORATION

A, C & T CO., INC.

THIS IS TO CERTIFY:

First: That we, the subscribers, Donald E. Ardinger, whose Post Office address is 34 West Potomac Street, Williamsport, Washington County, Maryland, Louis P. Castle, whose Post Office address is 144 North Artizan Street, Williamsport, Washington County, Maryland, and Richard A. Tedrick, whose Post Office address is 25 East Salisbury Street, Williamsport, Washington County, Maryland, each of whom are at least twenty-one years of age, do hereby, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves for the purpose and with the intention of forming a corporation.

Second: That the name of the corporation is:

A, C & T Co., Inc.

Third: That the purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

A. To exercise all or any of the general powers conferred upon corporations by the General Laws of Maryland as now existing and any and all amendments thereto hereafter made (and without in any way limiting the right to exercise such general powers) and in addition thereto.

B. To buy, sell, store, and otherwise deal in, both at wholesale and retail, oil products, fuel products, gasoline, kerosene, and any and all by-products thereof and kindred products.

C. To carry on and transact for itself or for account of others the business of general merchants or dealers in natural products, all materials, manufactured products and goods, wares and merchandise of every nature and description.

D. To manufacture, buy, sell, store, exchange or otherwise deal in, both at wholesale and retail, appliances of all

types, heating, refrigerating and air conditioning equipment all types and the servicing thereof; to engage in the general business of buying, selling and servicing said appliances, heating, refrigerating and air conditioning equipment; to acquire, deal in and dispose of, buy and sell any and all equipment, trucks and property, both real and personal, of every nature and description.

E. To purchase, acquire, dispose of, lease and sell all or any part of the property, rights, businesses, contracts, goodwill, franchise, and assets of every kind of any corporation, partnership or individual engaged in, carrying on or having carried on in whole or in part any business that the corporation may be authorized to carry on and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof.

F. To apply for, obtain, purchase or otherwise acquire any patents, copyrights, licenses, trademarks, trade names, rights, processes, formulae, and the like which may be used for or be incidental to any of the purposes of the corporation and to use, exercise, develop and grant licenses in respect of, sell or otherwise dispose of and deal in the same.

Fourth: The Post Office address of the principal office of the Corporation in this State will be located at 7 East Potomac Street, Williamsport, Washington County, Maryland. The resident agent of the Corporation is Louis P. Castle, whose Post Office address is 144 North Artizan Street, Williamsport, Washington County, Maryland, said resident agent is a citizen of the State of Maryland and actually resides therein.

Fifth: The total number of shares of stock of all classes which the corporation has authority to issue is ^{Five Thousand} four hundred shares having a par value of Ten (\$10.00) Dollars each; the aggregate par value of all such shares is \$ 54,000.00.

Sixth: The shares of said stock shall be non-assessable and shall be entitled to one vote per share at all meetings of stockholders of the corporation. Dividends may be declared thereon in such amounts and at such times as the Directors may determine, subject to the provisions of law. In the event of liquidation or winding up of the corporation, whether voluntary or involuntary, the assets remaining after the payment of all debts, taxes, costs and expenses shall be distributed to the holders of said stock in proportion to their respective holdings thereof.

Seventh: The shares of stock of the Corporation shall be transferable only on the books of the Corporation upon surrender of the certificates therefor properly endorsed. 147

Eighth: The number of Directors of the Corporation shall be Three (3), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than Three (3); and the names of the Directors who shall act as such until the first annual meeting or until their successors are duly chosen and qualify are Donald E. Ardinger, Louis P. Castle and Richard A. Tedrick.

Ninth: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the Directors and Stockholders:

A. The Board of Directors of the Corporation is hereby authorized and empowered to authorize the issuance from time to time of shares of stock, of any class, whether now or hereafter authorized or securities convertible into the shares of its stock of any class, whether now or hereafter authorized, for such consideration as said Board of Directors deem advisable, subject to such limitations and restrictions, if any, as may be provided by law or set forth in the by-laws of the Corporation.

B. The Corporation reserves the right to make from time to time any amendments of its Charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, reclassification or otherwise. Any such amendment shall be valid if authorized by the same vote and procedure as are required in the case of Charter amendment not changing the terms of outstanding stock.

C. Stockholders shall have preemptive rights, subject to the applicable provisions of law.

D. The Board of Directors of the Corporation is hereby empowered to authorize the issuance of ^{One Thousand} two hundred (1,200) fully paid and non-assessable shares of the par value of Ten (\$10.00) Dollars per share for the following consideration, the value of which consideration is hereby stated to be not less than \$ 12,000.00 , namely: The transfer to the Corporation by Donald E. Ardinger of all property owned by him and used by him in the conduct of his present business of selling fuel oil and kerosene and consisting of trucks, tanks, pumps, lines, tools and equipment, adding machine, records and books.

E. The Board of Directors of the Corporation is hereby empowered to authorize the issuance of One Thousand (1,000) fully paid and non-assessable shares of the par value of Ten (\$10.00) Dollars per share for the following consideration, the value of which consideration is hereby stated to be not less than \$ 10,000.00 , namely: The transfer to the Corporation by Richard A. Tedrick of all of his stock of goods, wares, merchandise, appliances, office equipment, bottle gas equipment and parts, and all records and books of his pertaining to his business.

Tenth: The Charter of this Corporation shall be perpetual.

Donald E. Ardinger
Donald E. Ardinger

Louis P. Castle
Louis P. Castle

Richard A. Tedrick
Richard A. Tedrick

STATE OF MARYLAND, WASHINGTON COUNTY, To-Wit:-

I HEREBY CERTIFY, That on this 7th day of October , A. D., 1959, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Donald E. Ardinger, Louis P. Castle and Richard A. Tedrick, personally known to me to be the persons whose names are subscribed to the foregoing instrument and who did each acknowledge that they executed the same for the purposes therein contained.

WITNESS my hand and official Notarial Seal.

Beulah E. Sherman
Beulah E. Sherman
Notary Public

My Commission Expires:
May 1, 1961.



STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
OCT 20 9 12 AM '59
CLERK

ARTICLES OF INCORPORATION

OF

A, C & T CO., INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland October 16, 1959 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 1430

Recorded in Liber *7155*, folio *609*, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Lutz
Director

Recorded May 20, 1960 at 9:42 A.M. Liber 9

ARTICLES OF INCORPORATION
OF
SOUTH'S INC.

FIRST: We, the undersigned, William T. McGee, Jr., whose postoffice address is Jefferson Boulevard, Braddock Heights, Maryland, and Isabelle T. McGee, whose postoffice address is Jefferson Boulevard, Braddock Heights, Maryland, and Catherine R. South, whose postoffice address is 750 Mt. Vernon Drive, Hagerstown, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the general laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter called the Corporation) is SOUTH'S INC.

THIRD: The purpose for which the Corporation is formed are as follows:

(A) To own, lease, establish, control, maintain, operate and carry on a restaurant, tavern, and package liquor store, and to exercise all such power and authority as may be necessary to carry out the purposes and objects specified:

(B) To buy, sell, distribute and deal in merchandise and products of every kind and character.

(C) To purchase, manufacture or otherwise acquire, hold, mortgage, pledge, sell, transfer or in any manner encumber or dispose of goods, wares, merchandise and other personal property or equipment of every kind.

(D) To purchase, lease, or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let or in any manner encumber or dispose of real property wherever situated.

(E) To carry on and transact, for itself or for account of others, any business which may conveniently be conducted in conjunction with any of the business of the Corporation.

(F) To purchase, lease, or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carry on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises or assets, by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

(G) To purchase or otherwise acquire, hold and reissue, shares of its capital stock of any class, or the stock or securities of any other corporation whether domestic or foreign.

(H) To guarantee the performance of any contract by any other corporation or association in which the corporation has an interest and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidence of indebtedness created or issued by any such other corporation or association.

(I) To borrow, or raise, money for any purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased or for any other lawful consideration, and to secure the payment thereof and the interest thereon, by mortgage upon or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired, and to sell, pledge, discount or otherwise dispose of such bonds, notes or other obligations of the Corporation for its corporate purposes.

(J) The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance and not in limitation of the powers conferred upon the Corporation by law, and is not intended by the mention of any particular purposes, object or business, in any manner, to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed and subject in all particulars to the limitations, relative to corporations which are contained in the general laws of this State.

FOURTH: The postoffice address of the principal office of the Corporation in this State is 47 NORTH POTOMAC ST., Hagerstown, Maryland. The resident agent of the Corporation is Catherine R. South, 750 Mt. Vernon Drive, Hagerstown, Maryland. Said resident agent is an individual actually residing in Hagerstown, Maryland.

FIFTH: Total number of shares of stock which the Corporation has authority to issue is ten thousand(10,000) of a par value of Ten Dollars (\$10.) a share, all of one class, and having an aggregate par value of One Hundred Thousand Dollars(\$100,000.00).

SIXTH: The number of Directors of the Corporation shall be three(3), which number may be increased or decreased pursuant to the By-Laws of the Corporation but shall never be less than three(3), and the names of the Directors, who shall act until the first annual meeting or until their successors are duly elected and qualified, are William T. McGee, Jr., Isabelle T. McGee, and Catherine R. South.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of its shares of stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of any class, and for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firms is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director of or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(c) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by the classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

(d) No holder of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscrip-

tion to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

(e) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease, or to otherwise acquire the business, assets, or franchises, in whole or in part, of other corporations or unincorporated business entities.

EIGHTH: The corporation may purchase shares of its own stock to be held as Treasury Stock.

NINTH: A director need not be a stockholder.

TENTH: The duration of the Corporation shall be perpetual.

IN WITNESS, WHEREOF, WE HAVE SIGNED THESE ARTICLES OF INCORPORATION ON THIS 26th DAY OF October 1959.

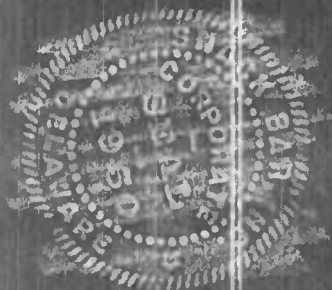
WITNESS:

Anna C. Selous

William T. McGee, Jr.
William T. McGee, Jr.

Isabelle T. McGee
Isabelle T. McGee

Catherine R. South
Catherine R. South



STATE OF MARYLAND, COUNTY OF WASHINGTON, SCT:-

THIS IS TO CERTIFY THAT ON THIS 26th DAY OF October 1959, before me, the subscriber, a Notary Public, of the State of Maryland, in and for the County aforesaid, personally appeared William T. McGee, Jr., Isabelle T. McGee, and Catherine R. South, and severally acknowledged the foregoing Articles of Incorporation to be there respective act.

WITNESS MY HAND AND NOTARIAL SEAL THE DAY AND YEAR LAST ABOVE WRITTEN.



Anna C. Selous

Notary Public

My commission expires May 1, 1961

RECEIVED
 LAND RECORDS
 G. MERRILL SNYDER
 CLERK

NOV 20 9 42 AM '59

STATE OF MD.
 WASHINGTON COUNTY
 RECEIVED FOR RECORD

ARTICLES OF INCORPORATION
 OF
 SOUTH'S INC.

approved and received for record by the State Department of Assessments and Taxation
 of Maryland October 27, 1959 at 10:55 o'clock A.M. as in conformity
 with law and ordered recorded.

A 1516

Recorded in Liber *7156*, folio *430*, one of the Charter Records of the State
 Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
 has been received, approved and recorded by the State Department of Assessments and Taxation
 of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Bantje
 Director

Recorded May 20, 1960 at 9:42 A.M. Liber 9

ARTICLES OF INCORPORATION

VALLEY BUILDERS, INC.

THIS IS TO CERTIFY:

First: That we, the subscribers, James R. Reese, Jr., whose Post Office address is Route 2, Boonsboro, Washington County, Maryland, Francis P. Litton, Sr., whose Post Office address is Route 2, Smithsburg, Washington County, Maryland, William L. Scheeley, whose Post Office address is 2150 Rolling Road, Hagerstown, Washington County, Maryland, and Joseph N. Rowe, whose Post Office address is 1535 Dual Highway, Hagerstown, Washington County, Maryland, each of whom are at least 21 years of age, do hereby, under and by virtue of the general laws of the State of Maryland authorizing the formations of corporations, associate ourselves for the purpose and with the intention of forming a corporation.

Second: That the name of the corporation is:

VALLEY BUILDERS, INC.

Third: That the purposes for which the corporation is formed and the business or objects to be carried on and promoted by it are as follows:

A. To exercise all or any of the general powers conferred upon corporations by the general laws of Maryland as now existing and any and all amendments thereto hereafter made (and without in any way limiting the right to exercise such general powers) and in addition thereto.

B. To buy, sell, mortgage, deal in and develop real estate.

C. To engage in the general business of construction of dwellings and buildings of every type and description and to contract with others for the construction of the same.

D. To carry on and transact for itself or for account of others the business of general merchants or dealers in natural

products, all materials, manufactured products and goods, wares and merchandise of every nature and description.

E. To engage in the general business of the sale and development of real estate, both improved and unimproved for itself and for or on account of others.

F. To purchase, acquire, dispose of, lease and sell all or any part of the property, rights, businesses, contracts, goodwill, franchise, and assets of every kind of any corporation, partnership or individual engaged in, carrying on or having carried on in whole or in part any business that the corporation may be authorized to carry on and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof.

G. To apply for, obtain, purchase or otherwise acquire any patents, copyrights, licenses, trademarks, trade names, rights, processes, formulae, and the like which may be used for or be incidental to any of the purposes of the corporation and to use, exercise, develop and grant licenses in respect of, sell or otherwise dispose of and deal in the same.

Fourth: The Post Office address of the principal office of the corporation in this State will be located at Route #2.

Smithsburg, Washington County, Maryland . The resident agent of the corporation is Francis P. Litton, Sr., whose Post Office address is Route 2, Smithsburg, Washington County, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

Fifth: The total number of shares of stock of all classes which the corporation has authority to issue is Five Thousand shares having a par value of Ten (\$10.00) Dollars each, the aggregate par value of all such shares is \$ 50,000.00.

Sixth: The shares of said stock shall be non-assessable and shall be entitled to one vote per share at all meetings of stockholders of the corporation. Dividends may be declared thereon in such amounts and at such times as the Directors may determine, subject to the provisions of law. In the event of

liquidation or winding up of the corporation, whether voluntary or involuntary, the assets remaining after the payment of all debts, taxes, costs and expenses shall be distributed to the holders of said stock in proportion to their respective holdings thereof.

Seventh: The shares of stock of the corporation shall be transferable only on the books of the corporation upon surrender of the certificates therefor properly endorsed.

Eighth: The number of Directors of the corporation shall be Four (4), which number may be increased or decreased pursuant to the by-laws of the corporation, but shall never be less than three (3); and the names of the Directors who shall act as such until the first annual meeting or until their successors are duly chosen and qualify are James R. Reese, Jr., Francis P. Litton, Sr., William L. Scheeley and Joseph N. Rowe.

Ninth: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the corporation and of the Directors and Stockholders:

A. The Board of Directors of the corporation is hereby authorized and empowered to authorize the issuance from time to time of shares of stock, of any class, whether now or hereafter authorized or securities convertible into the shares of its stock of any class, whether now or hereafter authorized, for such consideration as said Board of Directors deem advisable, subject to such limitations and restrictions, if any, as may be provided by law or set forth in the by-laws of the corporation.

B. The corporation reserves the right to make from time to time any amendments of its Charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, reclassification or otherwise. Any such amendment shall be valid if authorized by the same vote and procedure as are required in the case of Charter amendment not changing the terms of outstanding stock.

C. Stockholders shall have no preemptive rights with reference to the acquisition of shares of stock of said corporation.

Tenth: The Charter of this corporation shall be perpetual.

James R. Reese, Jr.
James R. Reese, Jr.

Francis P. Litton, Sr.
Francis P. Litton, Sr.

William L. Scheeley
William L. Scheeley

Joseph N. Rowe
Joseph N. Rowe

STATE OF MARYLAND, COUNTY OF WASHINGTON, To-Wit:

I HEREBY CERTIFY, That on this 12th day of September, A. D., 1959, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared James R. Reese, Jr. personally known to me to be the person whose name is subscribed to the foregoing instrument and who did acknowledge that he executed the same for the purposes therein contained.

Witness my hand and official Notarial Seal.

Bessie K. Tenney
(Bessie K. Tenney)
Notary Public

STATE OF MARYLAND, WASHINGTON COUNTY, To-Wit:-

I HEREBY CERTIFY, That on this 12th day of September, A. D., 1959, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Francis P. Litton, Sr., William L. Scheeley and Joseph N. Rowe, personally known to me to be the persons whose names are subscribed to the foregoing instrument and who did each acknowledge that they executed the same for the purposes therein contained.

Witness my hand and official Notarial Seal.

Bessie K. Tenney
(Bessie K. Tenney)
Notary Public

My Commission Expires: May 1, 1961

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
MAY 28 9 42 AM '60
G. NEWMAN
CLERK

ARTICLES OF INCORPORATION
OF
VALLEY BUILDERS, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland October 9, 1959 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 1319

Recorded in Liber 7-154, folio 521, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Hentges
Director

460
Recorded May 20, 1960 at 9:42 A.M. Liber 9

ANGLE FEED & LUMBER CO., INC.

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, Guy K. Angle, whose post office address is Pennsylvania Avenue, Hancock, Maryland, Maria S. Angle, whose post office address is Big Spring, Maryland, Donald H. Newkirk, whose post office address is Big Spring, Maryland, and Frances A. Newkirk, whose post office address is Big Spring, Maryland, each being over twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is

ANGLE FEED & LUMBER CO., INC.

THIRD: The purposes for which the corporation is formed and the businesses or objects to be carried on by it are as follows:

(a) To process, deal in, manufacture, install, store, handle, transport, or otherwise work in or with building materials of all kinds, including lumber, roofing, insulating materials, plaster, wall, tile, ornamental and other boards, brick, concrete, structural steel, re-enforcing steel, glass, stone, pottery, tile, lighting fixtures, hardware, bathroom fixtures, plumbing supplies, electrical supplies, cements and plasters, stucco, stone and gravel, resinous waxes, textiles, incinerators, cesspools and septic tanks, fencing, wire and staples, waterproofing materials, sand, rubber, linoleums, carpets, builders' tools and machinery, and any and every other material, appurtenance, or process useful in, necessary for, or convenient in building, construction, engineering, and maintenance.

(b) To purchase, acquire, through the issuance of its capital stock or otherwise, own, hold, lease, either as lessor or lessee, sell, exchange, subdivide, mortgage, deed in trust, plant, improve, cultivate, develop, construct, maintain, equip, operate, and generally deal in any and all lands, improved and unimproved, dwelling houses, apartment houses, hotels, boardinghouses, business blocks, office buildings, manufacturing works and plants, and other buildings of any kind, and the products and avails thereof, and any and all other property of any and every kind or description, real, personal, and mixed, wheresoever situated.

(c) To act as a general contractor for the construction, repairing, and remodeling of buildings and public works of all kinds, and for the improvements of real estate, and the doing of any and all other business and contracting incidental thereto, or connected therewith, and the doing and performing of any and

all acts or things necessary, proper, or convenient for or incidental to the furtherance or the carrying out of the powers or purposes herein mentioned.

(d) To carry on a general construction business involving heavy timber; to erect buildings; to own, manage, operate, lease, and sell buildings; to conduct and carry on the business of builders and contractors for the purpose of building, altering, repairing, or doing any other work in connection with any of building, altering, repairing, or doing any other work in connection with any and all classes of buildings and improvements.

(e) To manufacture, buy, sell, export, import, act as manufacturers' and others' agents, and to generally deal in construction machinery of all classes and descriptions.

(f) To engage in the carrying on of a general business of manufacturing and selling electrical and mechanical products, equipment, parts, devices, instruments, specialty products, including research, development, design, maintenance, repair, and conversion of electrical and mechanical products; to purchase, lease, or otherwise acquire such grounds or buildings as this corporation may need for storage, warehousing, office, factory space, or for any other purpose in carrying on its business.

(g) To carry on a general earth-moving, tractor, and contracting business, and to that end to lease, charter, own, manufacture, acquire, deal in, advertise, and dispose of cranes, bulldozers, tractors, trucks, rigging, automobiles and other vehicles, and kindred appliances and equipment.

(h) To engage in the manufacture and sale of poultry and domestic animals feeds, hay, grain, coal, fertilizer, seeds, and all types of ranch, farm, and garden supplies and equipment.

(i) To engage in and operate a general hardware and mercantile business and to deal in, buy, and sell general hardware, electrical and gas appliances, housewares, toys, general merchandise including paints and painting supplies, but not excluding any other articles of merchandise sometimes dealt in by hardware establishment.

(j) To engage in the general logging, lumber, timber bark, cross tie and pulp wood business, including, but without limitation, the manufacturing and sale of lumber and lumber products of all kinds.

(k) To buy, acquire, sell, retain, deal in, or otherwise dispose of, absolutely or contingently, petroleum and/or gas properties and interests (whether like or different), and any right, title, or interest therein, and to do all other acts and things required to be done in connection therewith, either within or without the State of Maryland.

(l) To manufacture, purchase, or otherwise acquire, and to hold, own, use, sell and otherwise dispose of, and deal in and with paints, varnishes, lacquers, oils, colors, insecticides, tar products, acids, chemicals, and any and all products and by-products thereof, and all other articles connected with, or incident to, the carrying on of the business.

(m) To purchase, improve, develop, lease, exchange, sell, dispose of, and otherwise deal in and turn to account, real estate; to purchase, lease, build, construct, erect, occupy, and manage buildings of every kind and character whatsoever; to finance the purchase, improvement, development, and construction of land and buildings belonging to or to be acquired by this company, or any other person, firm or corporation.

(n) To buy, sell, and deal in all kinds, forms, and combinations of steel, iron, or other metals, or either or any of them, and in the products of steel, iron, or other metals, or either or any of them, and to transact a general steel, iron, and metal jobbing, distributing, and mercantile business.

(o) To engage in the business of buying, selling, distributing, leasing, servicing, repairing, and otherwise dealing in agricultural implements, vehicles, materials, machinery, and equipment, and in implements, vehicles, materials, machinery, and equipment of allied lines.

(p) To engage in the business of selling commercial and residential air conditioning and heating devices, equipment, and machinery.

(q) To engage in and carry on any other business which may conveniently be conducted in conjunction with any of the businesses of the corporation.

FOURTH: The post office address of the place at which the principal office of the corporation in this State shall be located is Pennsylvania Avenue, Hancock, Maryland. The resident agent of the corporation is Guy K. Angle, whose post office address is Pennsylvania Avenue, Hancock, Maryland. Said resident agent is a citizen of Maryland and actually resides therein.

FIFTH: The corporation shall have a minimum of three directors, and Guy K. Angle, Maria S. Angle, Donald H. Newkirk and Frances A. Newkirk shall act as such until the first annual meeting or until their successors are duly chosen and qualified. The number of directors may be changed in such lawful manner as the By-Laws may from time to time provide.

SIXTH: The total amount of authorized capital stock of the corporation shall be Two Hundred and Fifty Thousand (\$250,000.00) Dollars, divided into Twenty-five Thousand (25,000) shares of the par value of Ten (\$10.00) Dollars each, and

shall be common capital stock.

SEVENTH: The Board of Directors of the corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, whether now or hereafter authorized at such consideration as said Board of Directors may deem advisable or securities convertible into shares of its stock, subject to such limitation and restrictions, if any, as may be set forth in the By-Laws of the corporation.

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 17 day of September, 1959.

WITNESS:

George L. Brewer

Guy K. Angle (SEAL)
Guy K. Angle

Maria S. Angle

Maria S. Angle (SEAL)
Maria S. Angle

Donald H. Newkirk

Donald H. Newkirk (SEAL)
Donald H. Newkirk

Frances A. Newkirk

Frances A. Newkirk (SEAL)
Frances A. Newkirk

STATE OF MARYLAND, COUNTY OF WASHINGTON: ss:

I HEREBY CERTIFY, that on this 17 day of September, 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared Guy K. Angle, Maria S. Angle, Donald H. Newkirk and Frances A. Newkirk and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal, the day and year last above written.



George L. Brewer
George L. Brewer, Notary Public

My Commission Expires: May 1, 1961

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
OCT 9 1959
CLERK

ARTICLES OF INCORPORATION
OF
ANGLE FEED & LUMBER CO., INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland October 8, 1959 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 1327

Recorded in Liber 7-154, folio 572, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 50.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.


Director

hereby gives notice that ARTICLES OF DISSOLUTION of the
THE HOPKINS-GRUBER COMPANY

were received for record on November 3, 1959,
in accordance with the provisions of Sec. 77 of Art. 23 of the
Code (1957 Edition).

Albert W. Ward

Director

Recorded May 28, 1960 at 9:24 A.M. Liber 9

ARTICLES OF DISSOLUTION

OF

THE HOPKINS-GRUBER COMPANY

THIS IS TO CERTIFY:

1. That the name and post office address of the principal
office of the corporation in this State are as follows:

The Hopkins-Gruber Company
Alexander Hotel Building
Hagerstown, Maryland.

2. That the name and post office address of a resident
agent of the corporation in this State service of process upon
whom shall bind the corporation according to law are:

W. Russell Howard
824 The Terrace
Hagerstown, Maryland.

3. That the names and post office addresses of each of the
Directors of the corporation are:

William A. Hopkins
R. F. D. #3
Waynesboro, Pennsylvania

Helen A. Gruber
16 Cypress Street
Hagerstown, Maryland

W. Russell Howard
824 The Terrace
Hagerstown, Maryland.

4. That the name, title and post office address of each of
the officers of the corporation are:

William A. Hopkins, President
R. F. D. #3
Waynesboro, Pennsylvania

Helen A. Gruber, Vice-President
16 Cypress Street
Hagerstown, Maryland

W. Russell Howard, Secretary and Treasurer
824 The Terrace
Hagerstown, Maryland.

5. That dissolution of the corporation was duly advised by
the Board of Directors of the corporation and unanimously

authorized by the stockholders of the corporation at a meeting duly called and held on July 17, 1959.

6. That the corporation has no known creditors.

7. That the corporation be and the same is hereby dissolved.

Attest to Corp. Seal:

W Russell Howard
Secretary

THE HOPKINS-GRUBER COMPANY

By *William A. Hopkins*
William A. Hopkins
President

STATE OF MARYLAND, WASHINGTON COUNTY, To-Wit:-

I HEREBY CERTIFY, That on this 29th day of October , A. D., 1959, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared William A. Hopkins who acknowledged himself to be the President The Hopkins-Gruber Company and that he being authorized so to do executed the foregoing Articles of Dissolution for the purposes therein set forth; and at the same time also personally appeared before me, William A. Hopkins, who made oath in due form of law that he was Chairman of the meeting of the stockholders of the corporation at which the dissolution of the corporation was authorized and that the matters and facts set forth in the foregoing Articles of Dissolution with respect to the authorization of dissolution are true.

Witness my hand and official Notarial Seal.

Sarah Jane Cline
Sarah Jane Cline
Notary Public

Commission Expires: May 1, 1961



Office of Comptroller
Treasury Department
Annapolis, Maryland

Louis E. Goldstein
Comptroller
Bernard F. Nassel
Chief Deputy

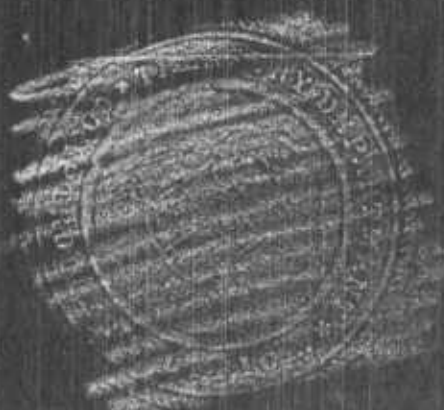
167

THIS IS TO CERTIFY, That the books of the
State Comptroller's Office and of the Department of
Employment Security, as reflected in their certifi-
cation to the State Comptroller, show that all taxes
and charges due the State of Maryland, payable through
the said offices as of the date hereof by

THE HOPKINS-GRUBER COMPANY

have been paid.

WITNESS my hand and official seal this
twenty-second day of October A. D. 1959.



[Signature]
Deputy Comptroller

Hugh K. Troxell
TREASURER
OF
WASHINGTON COUNTY, MD.
Hagerstown, Maryland
October 23, 1959

THIS IS TO CERTIFY, That all taxes and charges due to
the State of Maryland and to Washington County, Maryland,
and payable by The Hopkins-Gruber Company, through the office
of the Treasurer of Washington County, Maryland, as of the
date hereof, including all taxes and charges due for the
calendar year 1959 have been paid.

IN WITNESS WHEREOF, I have hereunto subscribed my name
in my official capacity as Treasurer of Washington County,
Maryland, this 23rd day of October, A.D., 1959.

[Signature] SEAL
Hugh K. Troxell
Treasurer of Washington
County, Maryland



CITY OF HAGERSTOWN
MARYLAND

DEPARTMENT OF REVENUE & FINANCE
W. H. BURHANS, SR.
TAX COLLECTOR & TREASURER

October 23, 1959

THIS IS TO CERTIFY, That all taxes and charges due to the The City of Hagerstown and payable by The Hopkins-Gruber Company, as of the date hereof, including all taxes and charges due for the calendar year 1959 have been paid.

Witness the name of The City of Hagerstown, Department of Revenue and Finance hereunto subscribed by W. H. Burhans, Sr., its Tax Collector and Treasurer, this 23rd day of October, A. D., 1959.

THE CITY OF HAGERSTOWN
DEPARTMENT OF REVENUE
AND FINANCE

W. H. Burhans Sr.
W. H. Burhans, Sr.
Tax Collector and Treasurer

WHB, Sr/FC

ARTICLES OF DISSOLUTION
OF
THE HOPKINS-GRUBER COMPANY

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

MAY 20 9 24 AM '60

LIBER
LAND RECORDS
C. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland November 3, 1959 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 1657

Recorded in Liber *7158*, folio *289*, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Special Fee
~~Bonus/Tax~~ paid \$10.00 Recording fee paid \$10.00

To the clerk of the Circuit

Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Bantley
Director

Recorded May 28, 1960 at 9:24 A.M. Liber 9

ARTICLES OF INCORPORATION

OF

WHITEY'S GARAGE, INC.

THIS IS TO CERTIFY:

FIRST; That we, the undersigned, Roland Marion Layman, whose post office address is R.F.D. Hagerstown, Maryland, Betty Maxine Layman, whose post office address is R.F.D., Hagerstown, Maryland, and Vernon W. Miles, Sr. whose post office address is Williamsport, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators, with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is: "WHITEY'S GARAGE, INC."

THIRD: The purposes for which the Corporation is formed are as follows:

(a) To buy, sell and deal in automobiles, motors and vehicles of all kinds, and in all articles and supplies used in connection therewith.

(b) To buy, sell, store and repair automobiles and motor vehicles of all description, and their parts and accessories; and to manufacture and sell automobile tops, bodies and other motor vehicle parts.

(c) To lease, purchase, sell and otherwise deal in all machines, tools, implements, apparatus, equipment, accessories and appliances of every kind used in connection with the manufacturing, repairing or replacement of all makes of automobiles, and generally to seal, in, at wholesale and retail, any materials whatsoever necessary or convenient in the manufacture of motor vehicles or parts incident thereto.

(d) To procure, purchase or sell, manufacture, repair, vulcanize and otherwise work and deal in all kinds of automobile

and truck tires, including pneumatic and solid tires.

(e) To manufacture, buy, sell and deal in, at wholesale and retail, all oils, greases, gasoline and all other materials used in, on or about an automobile truck or motor vehicle of any kind.

(f) To carry on the business of painting automobiles and motor vehicles and to manufacture, purchase, and sell paints, varnishes, oils, fillers, stains, colors, enamels, compounds and coatins, putty, glass and other supplies incidental thereto.

(g) To conduct a general garage and storage place for automobiles, trucks and motor vehicles of every kind; to procure, own, sell and otherwise deal in and repair tractors or any other kinds of machinery or personal property; to procure, manufacture, purchase, own and sell all kinds of tools, appliances, machinery or equipment used or desired in the furtherance of said object.

(h) To subscribe for, acquire, sell, hold, exchange and deal in shares of stock bonds, obligations or securities of any public or private corporation, government or municipality, and have the express power to hold, purchase, or otherwise acquire, and to sell, assign, transfer, mortgage or otherwise dispose of absolutely or upon donction shares of the capital stock, bonds or other evidences of indebtedness created by any other corporation or corporations, and while the owner thereof to exercise all of the incidents of ownership.

(i) To buy, sell, deal in and improve, real estate wheresoever situate and fixtures and personal property incident thereto and connected therewith; to acquire by purchase, lease, hire, or otherwise, lands, tenements, hereditaments, or any interest therein and to improve the same; to sell, lease mortgage, pledge or otherwise dispose of the lands or other property of the corporation absolutely or upon condition.

(j) To apply for, acquire, hold, use, sell, mortgage, license, assign or otherwise dispose of Letters Patent of the United States or of any foreign country as well as acquire and dispose of licenses, privileges, inventions, improvements, processes and trademarks relating to or useful in connection with any business carried on by the Corporation.

(k) To carry on any other business in connection therewith which may seem to the Corporation to be calculated, directly or indirectly, to effectuate the aforesaid objects, or any of them, or to facilitate it in the transaction of its aforesaid business, or any party thereof, or in the transaction of any other business that may be calculated, directly or indirectly, to enhance the value of its property and rights, not contrary to the Laws of the State of Maryland. The said Corporation shall enjoy and exercise all the powers and rights conveyed by the Statutes upon the Corporation, and the enumeration of the specific powers in these Articles of Incorporation are in furtherance of and not in limitation of the General Powers conferred by law.

FOURTH: The post office address of the principal office of the corporation in this state is: Maugansville, Washington County, Maryland. The name and post office address of the Resident Agent of the Corporation in this state is: Vernon W. Miles, Sr., P. O. Box 234, Williamsport, Maryland. Said Resident Agent is an individual actually residing in this state.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is ten thousand (10,000) shares of the par value of Ten (\$10.00) Dollars per share, all of one class, and having an aggregate value of One Hundred Thousand (\$100,000.00) Dollars.

SIXTH: The Corporation shall have three (3) directors and Roland Marion Layman, Betty Maxine Layman and Vernon W. Miles, Sr. shall act as such until the first annual meeting or until their successors are duly chosen and qualify.

SEVENTH: The management of the property, business and

affairs of the Corporation shall be vested in the Board of Directors, who shall dictate its general business policy and, subject to any provisions of Statute or to the vote of its stockholders, determine all matters and questions pertaining to its business and affairs.

1. The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, and securities convertible into shares of any class of its stock, whether now or hereafter authorized, for such considerations as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the corporation.

2. The Board of Directors shall have the power to fix the salaries of officers and employees, and although the directors may be also employees or officers of the company their vote shall be counted and the action just as binding on the corporation as if they were not directors or stockholders.

3. The Board of Directors shall have the power to mortgage the property of the Corporation from time to time without the approval of the stockholders, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the Corporation.

4. The Board of Directors shall from time to time determine whether, and to what extent, and at what times and places, and under what conditions and regulations, the accounts and books of the corporation, or any of them, shall be open to the inspection of the stockholders, and no stockholder shall have the right to inspect any account, book or document of the Corporation except as conferred by the Statutes of Maryland or as authorized by the Board of Directors or by a resolution of the stockholders.

5. The above granted powers to the corporation and to the Board of Directors thereof are in furtherance of and not in

limitation of the general powers conferred by law upon the Directors of the Corporation.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 16th day of November, 1959.

WITNESS:

Roland M. Layman (SEAL)
Roland Marion Layman

Betty Maxine Layman (SEAL)
Betty Maxine Layman

Vernon W. Miles, Sr. (SEAL)
Vernon W. Miles, Sr.

David H. Poole, Jr.

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 16th day of November, 1959, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Roland Marion Layman, Betty Maxine Layman and Vernon W. Miles, Sr. and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal the day and year last above written.

Olive R. [Signature]
Notary Public

My comm. exp. 5/1/61



ARTICLES OF INCORPORATION
OF
WHITEY'S GARAGE, INC.

STATE OF MD.
COUNTY OF WASHINGTON
RECEIVED FOR RECORD
MAY 20 9 24 AM '60
CLERK
G. MELVIN STENDERSON

approved and received for record by the State Department of Assessments and Taxation
of Maryland November 18, 1959 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 1895

Recorded in Liber 2160, folio 497, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

#152

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Bartgis
Director

Recorded May 28, 1960 at 9:24 A.M. Liber 9

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, Herman B. Hoopes, whose post office address is 830 The Terrace, Hagerstown, Maryland; W. H. Shealy, 120 West Main Street, Sharpsburg, Maryland; E. Stuart Bushong, Route #1, Boonsboro, Maryland; Richard T. Leatherman, 217 East Main Street, Sharpsburg, Maryland; Raymond H. Miller, Sr., Clearspring, Maryland; J. Ralph Fiery, 151 King Street, Hagerstown, Maryland; John S. Valentine, 337 Devonshire Road, Hagerstown, Maryland; Harold M. Porter, Fountain Head Heights, Hagerstown, Maryland; J. Vincent Jamison, III, 1645 Fountain Head Road, Hagerstown, Maryland; Myron L. Bloom, St. James, Maryland; Winslow F. Burhans, 241 East Irvin Avenue, Hagerstown, Maryland; Marshall L. Etchison, 6 East Church Street, Frederick, Maryland; and Charles McC. Mathias, Jr., R.F.D. #2, Frederick, Maryland, each being at least twenty-one (21) years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Association) is ANTIETAM-SOUTH MOUNTAIN CENTENNIAL ASSOCIATION, INC.

THIRD: The purposes for which the corporation is formed are as follows:

(a) To organize and operate an association exclusively for educational and historical purposes, no part of the net earnings of which is to inure to the benefit of any member, shareholder or any other individual.

(b) To prepare for the celebration of the One Hundredth Anniversary of the Civil War, especially the battles known as the

Battles of South Mountain and Antietam, and any other similar celebrations of the Civil War, and to help celebrate any special occurrence that has an anniversary from 1961 to 1965, that has historical significance in Washington and Frederick Counties, Maryland.

(c) To cooperate with Federal, State and Local Governments to encourage the promotion of historical events within the confines of the two counties and to encourage the people and citizens of the two counties to help preserve the traditions, history and historical buildings, grounds, etc. connected with the period above specified.

(d) To provide for and receive funds to carry out the above purposes from any State, Federal or Local Government that has such funds for disposal and from any other sources that may be contributed to the said organization for the purposes outlined above.

(e) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situate.

(f) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of any personal property used for the purpose of civic improvement by way of amusements, playgrounds or any other community facilities.

(g) To publish information bulletins, pamphlets and other publications in connection with the advancement of the betterment of the community.

(h) To enter into contracts with companies skilled in the production of pageants and special events and to borrow or

raise money for any of the purposes of the Association, and to issue notes or obligations of any nature and in any manner permitted by law for money so borrowed or in payment of contracts entered into, and to charge admission fees, license fees or franchise fees to the public and to others for any events promulgated by the said Association.

The foregoing enumeration of the purposes, objects and business of the corporation is made in furtherance, and not in limitation, of the powers conferred upon the corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the corporation. The corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the General Laws of this State.

FOURTH: The post office address of the principal office of the corporation in this State is Sharpsburg, Maryland, and the name and post office address of the resident agent of the corporation in this State are W. H. Shealy, 120 West Main Street, Sharpsburg, Maryland. Said resident agent is an individual actually residing in this State.

FIFTH: The corporation is not authorized to issue capital stock but it be a non profit organization, no part of the profits of which shall inure to the benefit of any individual or group of individuals.

The number of directors shall be thirteen (13) and the names of those who shall act as such until the first annual meeting or until their successors are duly chosen and qualify are as follows: Herman B. Hoopes, W. H. Shealy, E. Stuart Bushong, Richard T. Leatherman, Raymond H. Miller, Sr., J. Ralph Fiery, John S. Valentine, Harold M. Porter, J. Vincent Jamison, III, Myron L. Bloom, Winslow F. Durhans, Marshall L. Etchison and Charles McC. Mathias, Jr.

The incorporators shall be the first members of the corporation. Members may resign or be removed, vacancies may be filled and additional members elected, as provided in the By-Laws, which may prescribe different classes of members and prescribe the powers and duties of each class.

SIXTH: Twelve months after the end of the year 1965, the Association must dissolve itself, and if there are any funds, property or securities or any assets left over, they shall be returned to the Civil War Centennial Commission or to the donors pro rata from whom they have been received.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 14th day of October, 1959.

WITNESS:

Patricia L. Rensch



Mary E. Thompson



Herman B. Hoopes (SEAL)
Herman B. Hoopes

W. H. Shealy (SEAL)
W. H. Shealy

E. Stuart Bushong (SEAL)
E. Stuart Bushong

Richard T. Leatherman (SEAL)
Richard T. Leatherman

Raymond H. Miller, Sr. (SEAL)
Raymond H. Miller, Sr.

J. Ralph Tierney (SEAL)
J. Ralph Tierney

John S. Valentine (SEAL)
John S. Valentine

Harold M. Porter (SEAL)
Harold M. Porter

J. Vincent Jamison, III (SEAL)
J. Vincent Jamison, III

Myron L. Bloom (SEAL)
Myron L. Bloom

Winslow F. Burhans (SEAL)
Winslow F. Burhans

Marshall L. Etchison (SEAL)
Marshall L. Etchison

Charles M.C. Mathias, Jr. (SEAL)
Charles M.C. Mathias, Jr.

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this *14th* day of *October*, A.D., 1959, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Herman B. Hoopes, W. H. Shealy, E. Stuart Bushong, Richard T. Leatherman, Raymond H. Miller, Sr., J. Ralph Fiery, John S. Valentine, Harold M. Porter, J. Vincent Jamison, III, Myron L. Bloom and Winslow F. Burhans, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Official Notarial Seal.



Comm. Exp. May 1, 1961

Patricia L. Rensch
Notary Public

STATE OF MARYLAND, FREDERICK COUNTY, to-wit:

I HEREBY CERTIFY, that on this *27th* day of *October*, A.D., 1959, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Charles McC. Mathias, Jr. and Marshall L. Etchison and each acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Official Notarial Seal.



Comm. Exp. May 1, 1961

Mary E. Thompson
Notary Public

ARTICLES OF INCORPORATION
OF
ANTIETAM-SOUTH MOUNTAIN CENTENNIAL ASSOCIATION, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
MAY 13 9 24 AM '60
CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland November 13, 1959 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 1807

Recorded in Liber 7160, folio 5, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Butts
—Director

Recorded May 28, 1960 at 9:24 A.M. Liber 9

THE NORTH END COMPANY
ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: We, the undersigned, Paul Ottinger, whose post office address is 42 Jonathan Street, Hagerstown, Maryland, Irving M. Einbinder, whose post office address is 42 Jonathan Street, Hagerstown, Maryland, and J. Richard Holzapfel, whose post office address is 1101 Dual Highway, Hagerstown, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation(which is hereinafter called the Corporation) is The North End Company.

THIRD: The purposes for which the Corporation is formed are as follows:

To take, buy, purchase, exchange, hire, lease or otherwise acquire, real estate and property, either improved or unimproved, and any interest or right therein, and to own,hold, control, maintain, manage and develop the same in any state of the United States.

To purchase, exchange, hire or otherwise acquire such personal property, chattels, rights, easements, permits, privileges and franchises as may lawfully be purchased, exchanged, hired or acquired under the General Corporation Law of the State of Maryland.

To erect, construct, maintain, improve, rebuild, enlarge, alter, manage, and control, directly or through ownership of stock in any corporation, any and all kinds of buildings, houses, hotels, breweries, stores, offices, warehouses, mills, shops, factories, machinery and plants, and any and all other structures and erections which may at any time be necessary, useful or

advantageous in the judgment of the board of directors for the purposes of the corporation and which can lawfully be done under the General Corporation Law.

To sell, manage, improve, develop, assign, transfer, convey, lease, sublease, pledge, or otherwise alienate or dispose of, and to mortgage or otherwise encumber the lands, buildings, real property, chattels real, and other property of the company, real and personal, and wheresoever situate, and any and all legal and equitable rights therein.

To transact the business of buying and selling, dealing in, leasing, renting and managing real estate and any interest therein for its own account as agent or broker, or upon commission.

To purchase, sell and manufacture, and deal in building materials and goods, wares and merchandise, and to carry on any other lawful trade or business incident to or proper or useful in connection with the purchase, sale, ownership, construction, maintenance and management of real property.

To acquire by purchase or construction or both and to own, maintain, finance and operate one or more water transmission and distribution systems.

To borrow money, with or without pledge of or mortgage upon all or any of its property, real or personal, as security, and to loan and advance money upon mortgages on personal and real property, or on either of them.

To buy, sell and deal in, with or without guaranty of payment thereof, bonds and mortgages and other like securities and other kinds of properties whether real or personal, not prohibited or specially excepted by any law, and to do and prosecute any acts and things incident to or proper in connection with the carrying on of the business of this company.

To purchase, acquire, hold, sell, assign, and transfer, mortgage, pledge, and otherwise dispose of the shares of the capital stock, bonds, debentures or other evidences of indebtedness of any corporation, domestic or foreign, and while the holder thereof, to exercise all the rights, and privileges of ownership, including the right to vote thereon.

To purchase or otherwise acquire, undertake, carry on, improve and develop all or any of the business, good will, rights, assets or liabilities of any person, firm, association, or corporation carrying on any kind of business the same as or of a similar nature to that which this corporation is authorized to carry on pursuant to the provisions of this certificate.

To do all such acts and things as are conducive to the premises. And this corporation shall have the power to conduct its business in all its branches in the State of Maryland and any other state or states of the United States and ultimately to hold, purchase, mortgage, lease, convey, manage and control, real and personal property therein as above provided and generally to do all acts and things and to exercise all the powers now or hereafter authorized by law necessary to carry on the business of the said corporation, or to promote any of the objects for which the company is formed.

To distribute its income to corporations, and any community chest, fund, or foundation, organized and operated exclusively for religious, charitable, scientific, literary or educational purposes, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.

The objects and purposes specified in the foregoing clauses shall, except where otherwise expressed, be in nowise limited or restricted by reference to, or inference from, the terms of any other clause in this certificate of incorporation,

but the objects and purposes specified in each of the foregoing clauses of this article shall be regarded as independent objects and purposes.

FOURTH: The post office address of the principal office of the Corporation in this State is 42 Jonathan Street, Hagerstown, Maryland. The name and post office address of the resident agent of the Corporation in this State are Paul Ottinger, 42 Jonathan Street, Hagerstown, Maryland. Said resident agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Two Thousand (2,000) shares of the par value of One Hundred Dollars (\$100.00) a share, all of one class, and having an aggregate par value of Two Hundred Thousand Dollars (\$200,000.00).

SIXTH: The number of directors of the Corporation shall be Three (3), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Paul Ottinger, Irving M. Einbinder and J. Richard Holzapfel.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

The board of directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

The board of directors of the Corporation is hereby empowered to authorize the issuance of Eight Hundred Twenty (820) full paid and non-assessable shares of the par value of

One Hundred Dollars (\$100.00) a share for the following consideration, the value of which consideration is hereby stated to be not less than Eighty Two Thousand Dollars (\$82,000.00), namely:

A farm, consisting of 210 acres, more or less, with improvements located on the West side of the Leitersburg Pike in Washington County, Maryland, about three miles North of Hagerstown, now owned by the heirs of William W. Smith; and

A tract of land, consisting of 2 1/3 acres, more or less, located just West of Hagerstown and South of Salem Avenue Extended, now owned by the heirs of William W. Smith.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on November 16th, 1959.

WITNESS:

Joanne Snyder
Joanne Snyder

Paul Ottinger
Paul Ottinger

Irving M. Einbinder
Irving M. Einbinder

J. Richard Holzappel
J. Richard Holzappel

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY that on November 16th, 1959, before me, the subscriber, a Notary Public of the State of Maryland in and for the County of Washington, personally appeared Paul Ottinger, Irving M. Einbinder and J. Richard Holzappel and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and notarial seal, the day and year last above written.

Joanne Snyder
Joanne Snyder
Notary Public

Commission Expires:
5/1/61



ARTICLES OF INCORPORATION
OF
THE NORTH END COMPANY

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

NOV 28 9 26 AM '60

CLERK
O. MEEHAN SWYDER
LAND RECORDS DIVISION

approved and received for record by the State Department of Assessments and Taxation
of Maryland November 17, 1959 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 1885

Recorded in Liber *7160*, folio *437*, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ *40.00* Recording fee paid \$ *10.00*

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles F. Bayler
Director

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, William Hollis Colvin, whose Post Office Address is 1707 York Road, Hagerstown, Maryland, Mary Louise Raup, whose Post Office Address is 24 Clinton Avenue, Hagerstown, Maryland, and William J. Dwyer, whose Post Office Address is 82 West Washington Street, Hagerstown, Maryland, each being at least 21 years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter called the Corporation) is

Sharpsburg Museum, Inc.

THIRD: The purposes for which the Corporation is formed are as follows:

(a) To attract historically minded people to the vicinity of the Sharpsburg Battlefield by perpetuating and bringing to life the historical events which occurred there in the past and should be dedicated to posterity.

(b) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements and other personal property or equipment of every kind.

(c) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.

(d) To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in importers and exporters of, natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

(e) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, goodwill, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and

pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises or assets, by the issue, in accordance with the Laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

(f) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

FOURTH: The Post Office Address of the principal office of the Corporation in this state is 82 West Washington Street, Hagerstown, Maryland. The name and Post Office Address of the resident agent of the Corporation in this State are William J. Dwyer, 82 West Washington Street, Hagerstown, Maryland. Said resident agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has the authority to issue is Fifteen Hundred (1500) Shares of the par value of One Hundred (100.00) Dollars a share, all of one class, and having an aggregate par value of One Hundred Fifty Thousand (\$150,000.00) Dollars.

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall at all times consist of an odd number of directors and shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: William Hollis Colvin, Mary Louise Raup and William J. Dwyer.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

(2) All shares of stock to be issued only by the Cor-

poration and cannot be sold, pledged or otherwise disposed of by any stockholder except by permission of the Board of Directors of said Corporation. Any stockholder desiring to dispose of any or all of his stock must first offer same to the Board of Directors for either purchase by them or to an approved purchaser. All sales to be at par value and if not acted upon within ninety (90) days by Board of Directors, said stockholder may sell his stock privately.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation this 5th day of November, A.D., 1959.

WITNESS:

Ruth H. Sampson as to William Hollis Colvin (SEAL)
William Hollis Colvin

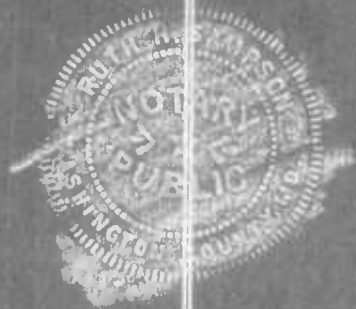
Ruth H. Sampson as to Mary Louise Raup (SEAL)
Mary Louise Raup

Ruth H. Sampson as to William J. Dwyer (SEAL)
William J. Dwyer

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 5th day of November A.D. 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared William Hollis Colvin, Mary Louise Raup and William J. Dwyer, all of whom being personally known to me, and acknowledge the foregoing Articles of Incorporation to be their respective act and deed.

WITNESS my hand and Official Notarial Seal.



Ruth H. Sampson
Notary Public

My Commission Expires:

May 1st 1961

ARTICLES OF INCORPORATION
OF
SHARPSBURG MUSEUM, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

MAY 28 9 24 AM '60

LIBER FOLIO
LARGE CANTONMENT SALE
G. MELVIN SWYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland November 6, 1959 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 1720

Recorded in Liber 2-159, folio 19, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 30.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.


Charles H. Budge
Director

ARTICLES OF INCORPORATION

OF

H M S ENTERPRISES INC.

THIS IS TO CERTIFY:

FIRST: THAT WE, THE SUBSCRIBERS SAMUEL SCHWARTZMAN WHOSE POSTOFFICE ADDRESS IS 1310 POTOMAC AVENUE, HAGERSTOWN, MARYLAND, HERMAN REBENSAFT WHOSE POSTOFFICE ADDRESS IS 10 SANFORD DRIVE, ENGLEWOOD CLIFFS, NEW JERSEY, AND MARCUS RABIN WHOSE POSTOFFICE ADDRESS IS 362 SHEA DRIVE, NEW MILFORD, NEW JERSEY, ALL BEING AT LEAST TWENTY-ONE YEARS OF AGE, DO UNDER AND BY VIRTUE OF THE GENERAL LAWS OF THE STATE OF MARYLAND AUTHORIZING THE FORMATION OF CORPORATIONS, ASSOCIATE OURSELVES WITH THE INTENTION OF FORMING A CORPORATION BY THE EXECUTION AND FILING OF THESE ARTICLES.

SECOND: THAT THE NAME OF THE CORPORATION (WHICH IS HEREINAFTER CALLED THE "CORPORATION") IS:

H M S ENTERPRISES INC.

THIRD: THE PURPOSES FOR WHICH THE CORPORATION IS FORMED ARE AS FOLLOWS:

(A) TO ACQUIRE BY PURCHASE OR OTHERWISE, OWN, HOLD, BUY, SELL, CONVEY, LEASE, MORTGAGE OR INCUMBER REAL ESTATE OR OTHER PROPERTY, PERSONAL OR MIXED.

(B) TO SURVEY, SUBDIVIDE, PLAT, IMPROVE, AND DEVELOP LANDS FOR PURPOSES OF SALE OR OTHERWISE, AND TO DO AND PERFORM ALL THINGS NEEDFUL AND LAWFUL FOR THE DEVELOPMENT AND IMPROVEMENT OF THE SAME FOR RESIDENCE, TRADE, OR BUSINESS.

(C) TO MANUFACTURE, PURCHASE OR OTHERWISE ACQUIRE, HOLD, MORTGAGE, PLEDGE, SELL, TRANSFER, OR IN ANY MANNER ENCUMBER OR DISPOSE OF REAL PROPERTY WHEREVER SITUATED.

(D) TO CARRY ON AND TRANSACT, FOR ITSELF OR FOR ACCOUNT OF OTHERS, THE BUSINESS OF GENERAL MERCHANTS, GENERAL BROKERS, GENERAL AGENTS, MANUFACTURERS, BUYERS AND SELLERS OF, DEALERS IN, IMPORTERS AND EXPORTERS OF NATURAL PRODUCTS, RAW MATERIALS, MANUFACTURED PRODUCTS AND MARKETABLE GOODS, WARES AND MERCHANDISE OF EVERY DESCRIPTION.

(E) TO PURCHASE, LEASE OR OTHERWISE ACQUIRE, ALL OR ANY PART OF THE PROPERTY, RIGHTS, BUSINESSES, CONTRACTS, GOOD-WILL, FRANCHISES AND ASSETS OF EVERY KIND, OF ANY CORPORATION, CO-PARTNERSHIP OR INDIVIDUAL (INCLUDING THE ESTATE

OF A DECEDENT), CARRYING ON OR HAVING CARRIED ON IN WHOLE OR IN PART ANY OF THE AFORESAID BUSINESSES OR ANY OTHER BUSINESSES THAT THE CORPORATION MAY BE AUTHORIZED TO CARRY ON, AND TO UNDERTAKE, GUARANTEE, ASSUME AND PAY THE INDEBTEDNESS AND LIABILITIES THEREOF, AND TO PAY FOR ANY SUCH PROPERTY, RIGHTS, BUSINESS, CONTRACTS, GOOD-WILL, FRANCHISES OR ASSETS BY THE ISSUE, IN ACCORDANCE WITH THE LAWS OF MARYLAND, OF STOCK, BONDS, OR OTHER SECURITIES OF THE CORPORATION OR OTHERWISE.

(F) TO APPLY FOR, OBTAIN, PURCHASE, OR OTHERWISE ACQUIRE, ANY PATENTS, COPYRIGHTS, LICENSES, TRADEMARKS, TRADENAMES, RIGHTS, PROCESSES, FORMULAE, AND THE LIKE, WHICH MIGHT BE USED FOR ANY OF THE PURPOSES OF THE CORPORATION; AND TO USE, EXERCISE, DEVELOP, GRANT LICENSES IN RESPECT OF, SELL AND OTHERWISE TURN TO ACCOUNT, THE SAME.

(g) To PURCHASE OR OTHERWISE ACQUIRE, HOLD AND RE-ISSUE SHARES OF ITS CAPITAL STOCK OF ANY CLASS; AND TO PURCHASE, HOLD, SELL, ASSIGN, TRANSFER, EXCHANGE, LEASE, MORTGAGE, PLEDGE OR OTHERWISE DISPOSE OF, ANY SHARES OF STOCK OF, OR VOTING TRUST CERTIFICATES FOR ANY SHARES OF STOCK OF, OR ANY BONDS OR OTHER SECURITIES OR EVIDENCES OF INDEBTEDNESS ISSUED OR CREATED BY, ANY OTHER CORPORATION OR ASSOCIATION, ORGANIZED UNDER THE LAWS OF THE STATE OF MARYLAND OR OF ANY OTHER STATE, TERRITORY, DISTRICT, COLONY, OR DEPENDENCY OF THE UNITED STATES OF AMERICA, OR OF ANY FOREIGN COUNTRY; AND WHILE THE OWNER OR HOLDER OF ANY SUCH SHARES OF STOCK, VOTING TRUST CERTIFICATES, BONDS OR OTHER OBLIGATIONS, TO POSSESS AND EXERCISE IN RESPECT THEREOF ANY AND ALL THE RIGHTS, POWERS, AND PRIVILEGES OF OWNERSHIP, INCLUDING THE RIGHT TO VOTE ON ANY SHARES OF STOCK SO HELD OR OWNED; AND UPON A DISTRIBUTION OF THE ASSETS OR A DIVISION OF THE PROFITS OF THIS CORPORATION, TO DISTRIBUTE ANY SUCH SHARES OF STOCK, VOTING TRUST CERTIFICATES, BONDS OR OTHER OBLIGATIONS, OR THE PROCEEDS THEREOF, AMONG THE STOCKHOLDERS OF THIS CORPORATION.

(h) To GUARANTEE THE PAYMENT OF DIVIDENDS UPON ANY SHARES OF STOCK OF, OR THE PERFORMANCE OF ANY CONTRACT BY, ANY OTHER CORPORATION OR ASSOCIATION IN WHICH THE CORPORATION HAS AN INTEREST, AND TO ENDORSE OR OTHERWISE GUARANTEE THE PAYMENT OF THE PRINCIPAL AND INTEREST, OR EITHER, OF ANY BONDS, DEBENTURES, NOTES, SECURITIES OR OTHER EVIDENCES OF INDEBTEDNESS CREATED OR ISSUED BY ANY SUCH OTHER CORPORATION OR ASSOCIATION.

(i) To LOAN OR ADVANCE MONEY WITH OR WITHOUT SECURITY, WITHOUT LIMIT AS TO AMOUNT; AND TO BORROW OR RAISE MONEY FOR ANY OF THE PURPOSES OF THE CORPORATION AND TO ISSUE BONDS, DEBENTURES, NOTES OR OTHER OBLIGATIONS OF ANY NATURE, AND IN ANY MANNER PERMITTED BY LAW, FOR MONEY SO BORROWED OR IN PAYMENT FOR PROPERTY PURCHASED, OR FOR ANY OTHER LAWFUL CONSIDERATION, AND TO SECURE THE PAYMENT THEREOF AND OF THE INTEREST THEREON, BY MORTGAGE UPON, OR PLEDGE OR CONVEYANCE OR ASSIGNMENT IN TRUST OF, THE WHOLE OR ANY PART OF THE PROPERTY OF THE CORPORATION, REAL OR PERSONAL, INCLUDING CONTRACT RIGHTS, WHETHER AT THE TIME OWNED OR THEREAFTER ACQUIRED; AND TO SELL, PLEDGE, DISCOUNT OR OTHERWISE DISPOSE OF SUCH BONDS, NOTES, OR OTHER OBLIGATIONS OF THE CORPORATION FOR ITS CORPORATE PURPOSES.

(j) To CARRY ON ANY OF THE BUSINESSES HEREINBEFORE ENUMERATED FOR ITSELF, OR FOR ACCOUNT OF OTHERS, OR THROUGH OTHERS FOR ITS OWN ACCOUNT, AND TO CARRY ON ANY OTHER BUSINESS WHICH MAY BE DEEMED BY IT TO BE CALCULATED, DIRECTLY OR INDIRECTLY, TO EFFECTUATE OR FACILITATE THE TRANSACTION OF THE AFORESAID OBJECTS OR BUSINESSES, OR ANY OF THEM, OR ANY PART THEREOF, OR TO ENHANCE THE VALUE OF ITS PROPERTY, BUSINESS OR RIGHTS.

(k) To CARRY OUT ALL OR ANY PART OF THE AFORESAID PURPOSES, AND TO CONDUCT ITS BUSINESS IN ALL OR ANY OF ITS BRANCHES IN ANY OR ALL STATES, TERRITORIES, DISTRICTS, COLONIES AND DEPENDENCIES OF THE UNITED STATES OF AMERICA AND IN FOREIGN COUNTRIES; AND TO MAINTAIN OFFICES AND AGENCIES, IN ANY OR ALL STATES, TERRITORIES, DISTRICTS, COLONIES AND DEPENDENCIES OF THE UNITED STATES OF AMERICA AND IN FOREIGN COUNTRIES.

THE AFOREGOING ENUMERATION OF THE PURPOSES, OBJECTS AND BUSINESS OF THE CORPORATION IS MADE IN FURTHERANCE, AND NOT IN LIMITATION, OF THE POWERS CONFERRED UPON THE CORPORATION BY LAW, AND IS NOT INTENDED, BY THE MENTION OF ANY PARTICULAR PURPOSE, OBJECT OR BUSINESS, IN ANY MANNER TO LIMIT OR RESTRICT THE GENERALITY OF ANY OTHER PURPOSE, OBJECT OR BUSINESS MENTIONED, OR TO LIMIT OR RESTRICT ANY OF

THE POWERS OF THE CORPORATION. THE CORPORATION IS FORMED UPON THE ARTICLES, CONDITIONS AND PROVISIONS HEREIN EXPRESSED, AND SUBJECT IN ALL PARTICULARS TO THE LIMITATIONS RELATIVE TO CORPORATIONS WHICH ARE CONTAINED IN THE GENERAL LAWS OF THIS STATE.

FOURTH: THE POSTOFFICE ADDRESS OF THE PRINCIPAL OFFICE OF THE CORPORATION IN THIS STATE IS 104 WEST FRANKLIN STREET, HAGERSTOWN, MARYLAND. THE RESIDENT AGENT OF THE CORPORATION IS SAMUEL SCHWARTZMAN WHOSE POSTOFFICE ADDRESS IS 1310 POTOMAC AVENUE, HAGERSTOWN, MARYLAND. SAID RESIDENT AGENT IS A CITIZEN OF THE STATE OF MARYLAND AND ACTUALLY RESIDES THEREIN.

FIFTH: THE TOTAL NUMBER OF SHARES OF STOCK WHICH THE CORPORATION HAS AUTHORITY TO ISSUE IS 10,000 SHARES (TEN THOUSAND) OF THE PAR VALUE OF \$10.00 (TEN DOLLARS) EACH, ALL OF WHICH SHARES ARE OF ONE CLASS AND ARE DESIGNATED COMMON STOCK. THE AGGREGATE PAR VALUE OF ALL SHARES HAVING PAR VALUE IS \$100,000.00 (ONE HUNDRED THOUSAND DOLLARS).

SIXTH: THE NUMBER OF DIRECTORS OF THE CORPORATION SHALL BE THREE, WHICH NUMBER MAY BE INCREASED OR DECREASED PURSUANT TO THE BY-LAWS OF THE CORPORATION, BUT SHALL NEVER BE LESS THAN THREE; AND THE NAMES OF THE DIRECTORS WHO SHALL ACT UNTIL THE FIRST ANNUAL MEETING OR UNTIL THEIR SUCCESSORS ARE DULY CHOSEN AND QUALIFY ARE SAMUEL SCHWARTZMAN, HERMAN REBENSAFT, AND MARCUS RABIN.

SEVENTH: THE FOLLOWING PROVISIONS ARE HEREBY ADOPTED FOR THE PURPOSE OF DEFINING, LIMITING AND REGULATING THE POWERS OF THE CORPORATION AND OF THE DIRECTORS AND STOCKHOLDERS:

(A) THE BOARD OF DIRECTORS OF THE CORPORATION IS HEREBY EMPOWERED TO AUTHORIZE THE ISSUANCE FROM TIME TO TIME OF SHARES OF ITS STOCK, FOR SUCH CONSIDERATIONS AS SAID BOARD OF DIRECTORS MAY DEEM ADVISABLE, IRRESPECTIVE OF THE VALUE OR AMOUNT OF SUCH CONSIDERATIONS, BUT SUBJECT TO SUCH LIMITATIONS AND RESTRICTIONS, IF ANY, AS MAY BE SET FORTH IN THE BY-LAWS OF THE CORPORATION.

(B) THE BOARD OF DIRECTORS SHALL HAVE POWER, FROM TIME TO TIME, TO FIX AND DETERMINE AND TO VARY THE AMOUNT OF WORKING CAPITAL OF THE CORPORATION; TO DETERMINE WHETHER ANY, AND, IF ANY, WHAT PART, OF THE SURPLUS OF THE CORPORATION OR OF THE NET PROFITS ARISING FROM ITS BUSINESS SHALL BE DECLARED IN DIVIDENDS AND PAID TO THE STOCKHOLDERS SUBJECT, HOWEVER, TO THE PROVISIONS OF THE CHARTER, AND TO DIRECT AND DETERMINE THE USE AND DISPOSITION OF ANY OF SUCH SURPLUS OR NET PROFITS. THE BOARD OF DIRECTORS MAY IN ITS DISCRETION USE AND APPLY ANY SUCH SURPLUS OR NET PROFITS IN PURCHASING OR ACQUIRING ANY OF THE SHARES OF THE STOCK OF THE CORPORATION, OR ANY OF ITS BONDS OR OTHER EVIDENCES OF INDEBTEDNESS, TO SUCH EXTENT AND IN SUCH MANNER AND UPON SUCH LAWFUL TERMS AS THE BOARD OF DIRECTORS SHALL DEEM EXPEDIENT.

(C) THE CORPORATION RESERVES THE RIGHT TO MAKE FROM TIME TO TIME ANY AMENDMENTS OF ITS CHARTER WHICH MAY NOW OR HEREAFTER BE AUTHORIZED BY LAW, INCLUDING ANY AMENDMENTS CHANGING THE TERMS OF ANY CLASS OF ITS STOCK BY CLASSIFICATIONS, RE-CLASSIFICATION OR OTHERWISE, BUT NO SUCH AMENDMENT WHICH CHANGES THE TERMS OF ANY OF THE OUTSTANDING STOCK SHALL BE VALID UNLESS SUCH CHANGE OF TERMS SHALL HAVE BEEN AUTHORIZED BY THE HOLDERS OF FOUR-FIFTHS OF ALL OF SUCH STOCK AT THE TIME OUTSTANDING, BY VOTE AT A MEETING OR IN WRITING WITH OR WITHOUT A MEETING.

ARTICLES OF INCORPORATION
OF
H M S ENTERPRISES INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

MAY 28 9 24 AM '60

FILED
LAND RECORDS
G. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland November 5, 1959 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 1733

Recorded in Liber 7-109, folio 149, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit

Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.


Charles J. Bantger
Director

Recorded July 23, 1960 at 10:08 A.M. Liber 9
EQUIPMENT SALES, Inc.

Articles of Incorporation.

THIS IS TO CERTIFY:

First: That we, the subscriber, Arthur A. Weiss, whose address is 1607 Cathedral Avenue, Hagerstown, Maryland; Joseph G. Weiss, whose address is 1608 Cathedral Avenue, Hagerstown, Maryland, and Rose Weiss, whose address is 1608 Cathedral Avenue, Hagerstown, Maryland; all being of full legal age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

Second: That the name of the corporation is Equipment Sales, Inc.

Third: The purposes for which the corporation is formed and the business or objects to be carried out and promoted by it are as follows:

- (A) To purchase, sell, rent, lease and deal in used restaurant and store equipment, furniture and appliances.
- (B) To acquire by purchase, lease or otherwise, land, interest in land, to own, hold, improve, develop and manage any land so acquired for the purpose of conducting thereon sales of used restaurant and store equipment, furniture and appliances and for the purpose of renting, leasing or letting such land, whether improved or unimproved for the conducting of any lawful business, trade or occupation customarily associated with used restaurant and store equipment, furniture and appliances; to render all necessary and incidental services in connection therewith.
- (C) To engage in the business of transporting intra-State and inter-State all equipment and property used and sold in connection with this business.
- (D) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer or in any manner encumber or dispose of goods, wares and merchandise and other personal property or equipment of every kind.
- (E) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let or in any manner encumber or dispose of real property wheresoever situated.

The foregoing enumeration of purposes, objects, and business of the corporation is made in furtherance and not in limitation of the powers conferred upon corporations by law, and is not intended by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purposes, objects or businesses mentioned, or to limit or restrict any of the powers of the corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed and subject in all particulars to the limitations relative to corporations which are contained in the general laws of the State.

Fourth: The post office address of the place at which the principal office of the corporation in this State will be located is 526 Frederick Street, Hagerstown, Maryland. The resident agent of the corporation is Arthur A. Weiss, whose address is 1607 Cathedral Avenue, Hagerstown, Maryland. The said resident agent is a citizen of the State of Maryland and actually resides therein.

Fifth: The total number of shares of stock of the Corporation is Ten Thousand (10,000) shares of the par value of Ten (\$10.00) Dollars per share, all of which shares are common stock and having an aggregate par value of One Hundred Thousand (\$100,000.00) Dollars.

Sixth: The number of directors of the corporation shall be three (3) which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three (3); and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: Arthur A. Weiss, Joseph G. Weiss and Rose W. Weiss.

Seventh: The following provision is hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and the directors and stock holders.

(A) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, whether now or hereafter authorized, or securities convertible into shares of its stock

of any class or classes, whether now or hereafter authorized; for such consideration as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

Eighth: The corporation may enter into contract or contract business with one or more of its directors with any



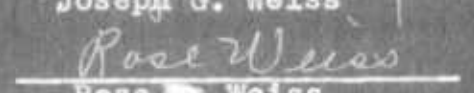
firm of which one or more of the directors are member, or with any corporation or association in which one or more of its directors are stockholders, directors, or officers, and such contract or transaction shall not be invalidated or in anywise affected by the fact that any such director or directors might have interests therein which are or might be adverse to the interests of this corporation, even though the vote of the director or directors having such adverse interest shall have been necessary to obligate this corporation upon such contract or transaction; and no director or directors having such adverse interest shall be liable to this corporation or to any stockholder or creditor thereof, or to any other person, for any loss incurred by it under or by reason of any such contract or transaction; nor shall any such director or directors be accountable for any gains or profits realized thereon; always provided, however, that such contract or transaction shall, at the time it was entered into, have been a reasonable one to have been entered into and shall have been upon terms that at the time were fair, and provided that the fact that such director or directors are so interested shall have been disclosed to the Board of Directors or shall have been known to a majority of the Board of Directors.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 17th day of ^{December}~~October~~ A.D. 1959.

Test:

to all signatures


Carroll M. Haynes



Arthur A. Weiss

Joseph G. Weiss

Rose W. Weiss

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 17th day of ^{December}~~October~~ A.D. 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Arthur A. Weiss, Joseph G. Weiss and Rose W. Weiss, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Official Notarial Seal.




Notary Public
My Commission Expires: 5/1/1961

FILED
JAN 23 10 00 AM '60
E. M. P. CHURCH
CLERK

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

ARTICLES OF INCORPORATION
OF
EQUIPMENT SALES, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland December 21, 1959 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 2375

Recorded in Liber 2166, folio 19, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit

Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.


Director

LINCOLN MOBILE HOMES, Incorporated

Articles of Incorporation.

THIS IS TO CERTIFY:

First: That we, the subscribers, James R. Reese, Jr., whose post office address is 944 Lincoln Way West, Chambersburg, Pennsylvania, George L. Lewis, whose post office address is Rt.#2, Hagerstown, Maryland, Francis P. Litton, whose post office address is Rt.#2, Smithsburg, Maryland, and George A. Wolfe, whose post office address is 1709 Cathedral Avenue, Hagerstown, Maryland, all being of full legal age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

Second: That the name of the corporation is Lincoln Mobile Homes, Incorporated

Third: The purposes for which the corporation is formed and the business or objects to be carried out and promoted by it are as follows:

- A. To purchase, sell, rent, lease and deal in new and used mobile homes, trailers, furniture, equipment and appliances and other personal property.
- B. To acquire by purchase, lease or otherwise, land, interest in land and to hold, improve, develop and manage any land or interest in land so acquired for the purpose of conducting thereon sales of new and used mobile homes, trailers, furniture, equipment and appliances.
- C. To sell, rent, lease and let such land or interest in land, whether improved or unimproved for the use of any lawful business.
- D. To deliver, erect and install intra-State and inter-State, mobile homes, furniture, equipment and appliances, sold, leased or rented.
- E. To purchase, lease, or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let or in any manner encumber and dispose of real property.

The foregoing enumeration of purposes, objects and businesses of the corporation is made in furtherance and not in lim-

itation of the powers conferred upon corporations by law, and is not intended by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purposes, objects or businesses mentioned, or to limit or restrict any of the powers of the corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed and subject in all particulars to the limitations relative to corporations which are contained in the general laws of the State.

Fourth: The post office address of the place at which the principal office of the corporation in this State will be located is Rt.# 2 , Hagerstown, Maryland. The resident agent of the corporation is George A. Wolfe, whose address is 1709 Cathedral Avenue, Hagerstown, Maryland. The said resident agent is a citizen of the State of Maryland and actually resides therein.

Fifth: The number of directors of the corporation shall be four (4) which number may be increased or decreased pursuant to the By-laws of the Corporation, but shall never be less than three (3); and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: James R. Reese, Jr., George L. Lewis, Francis P. Litton and George A. Wolfe.

Sixth: The total number of shares of stock of the Corporation is Ten Thousand (10,000) shares of the par value of Ten (\$10.00) Dollars per share, all of which shares are common stock and having an aggregate par value of ONE HUNDRED THOUSAND (\$100,000.00) Dollars.

Seventh: The board of directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class whether now or hereafter authorized, and securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as said board of directors may deem advisable, subject to such limitations and restrictions, if any as may be set forth in the by-laws of the Corporation.

Eighth: The Corporation may enter into contracts or contract business with one or more of its directors with any firm of which one or more of the directors are members, or with any corporation or association in which one or more of its directors are stockholders, directors, or officers, and such contract or transaction shall not be invalidated or in anywise affected by the fact that any such director or directors might have interest therein which

are or might be adverse to the interest of this Corporation, even though the vote of the director or directors having such adverse interest shall have been necessary to obligate this Corporation upon such contract or transaction; and no director or directors having such adverse interest shall be liable to this Corporation or to any stockholder or creditor thereof, or to any other person, for any loss incurred by it under or by reason of any such contract or transaction; nor shall any such director or directors be accountable for any gains or profits realized thereon; always provided, however, that such contract or transaction shall, at the time it was entered into, have been a reasonable one to have been entered into and shall have been upon terms that at the time were fair, and provided that the fact that such director or directors are so interested shall have been disclosed to the Board of Directors or shall have been known to a majority of the Board of Directors.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 18th. day of December A.D. 1959.

TEST:

George G. Snyder
George G. Snyder
George G. Snyder
George G. Snyder
George G. Snyder
George G. Snyder
George G. Snyder
George G. Snyder

James R. Reese, Jr.
James R. Reese, Jr.
George L. Lewis
George L. Lewis
Francis P. Litton
Francis P. Litton
George A. Wolfe
George A. Wolfe

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 18th day of December A.D. 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared James R. Reese, Jr., George L. Lewis, Francis P. Litton and George A. Wolfe, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Official Notarial Seal.

Albert L. Zahn
Albert L. Zahn
Notary Public
My Commission Expires: 5/1/1961

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
DEC 23 10 09 AM '60
G. M. LINCOLN
CLERK

ARTICLES OF INCORPORATION
OF
LINCOLN MOBILE HOMES, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation
of Maryland December 24, 1959 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 2451

Recorded in Liber 7166, folio 480, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles F. Rantgen
Director

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

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hereby gives notice that ARTICLES OF DISSOLUTION of the
DAGMAR HOTEL COMPANY, INCORPORATED

were received for record on December 11, 1959,
in accordance with the provisions of Sec. 77 of Art. 23 of the
Code (1957 Edition).

Albert W. Ward

Director

Recorded July 23, 1960 at 10:08 A.M. Liber 9
DAGMAR HOTEL COMPANY, INCORPORATED.

ARTICLES OF DISSOLUTION

Dagmar Hotel Company, Incorporated, a Maryland corporation having
its principal office in Washington County, Maryland, (hereinafter called the
Corporation), hereby certifies to the State Department of Assessments and
Taxation of Maryland, that:

FIRST: The Corporation is hereby dissolved.

SECOND: The name of the Corporation is as hereinabove set forth,
and the post office address of the principal office of the Corporation in the
State of Maryland is No. 1049 View Street, in the City of Hagerstown, Washington
County, Maryland.

THIRD: The name and post office address of the resident agent of
the Corporation in the State of Maryland, service of process upon whom shall
bind the Corporation in any action, suit or proceeding pending or hereafter
instituted or filed against the Corporation for one year after dissolution and
thereafter until the affairs of the Corporation are wound up, are George S.
Lehner, No. 1049 View Street, in the City of Hagerstown, Washington County,
Maryland. Said resident agent is an individual actually residing in this
State.

FOURTH: The name and post office address of each of the directors
of the Corporation are as follows:

NAME	POST OFFICE ADDRESS
George S. Lehner	1049 View Street, Hagerstown, Maryland.
Pearl L. Lehner	1049 View Street, Hagerstown, Maryland.
Joseph C. Lehner	P. O. Box 191, Rimersburg, Pa.
Paul M. Lehner	1821 Victoria Ave., New Kensington, Pa.
Elizabeth A. Cash	R. F. D. # 3, Hagerstown, Maryland.

FIFTH: The name, title and post office address of each of the
officers of the Corporation are as follows:

NAME	TITLE	POST OFFICE ADDRESS
George S. Lehner	President	1049 View Street, Hagerstown, Md.
Pearl L. Lehner	Secy.-Treas.	1049 View Street, Hagerstown, Md.

SIXTH:- That by informal action dated December 1st, 1959, the
Board of Directors of the Corporation passed a resolution declaring that

dissolution of the Corporation is advisable and directing that the proposed dissolution be submitted for action thereon to the stockholders of the Corporation as provided by law; that a written consent to such action was signed by all members of said Board, and such written consent is filed with the minutes of proceedings of said Board as provided in Section 58 of Article 23 of the Code of Public General Laws of Maryland.

SEVENTH: A consent in writing to the dissolution of the Corporation was signed by all the stockholders of the Corporation, such consent is filed with the records of the Corporation, and the dissolution of the Corporation has been duly advised by the Board of Directors and authorized by the stockholders of the Corporation in the manner and by the vote required by Article 23 of the Annotated Code of Maryland.

EIGHTH: The Corporation has no known creditors.

NINTH: These Articles of Dissolution are accompanied by certificates of the Comptroller of the Treasury of the State of Maryland and of the following collectors of taxes (being all collectors of taxes in the list thereof heretofore supplied to the Corporation by the Department of Assessments and Taxation of Maryland) stating in effect that all taxes levied on assessments made by the said Department of Assessments and Taxation of Maryland and billed by and payable to such collecting authorities by the Corporation have been paid, except taxes barred by Section 212 of Article 81 or otherwise, including taxes billed for the year 1958, namely:

Hugh K. Troxell, Treasurer of Washington County, Maryland.
William H. Burhans, Treasurer for The City of Hagerstown, Maryland.

That no such taxes were levied or billed for the year 1959, the year in which the dissolution of the Corporation is to be effected, because it disposed of its assets and discontinued business in the year 1958.

In witness whereof, Dagmar Hotel Company, Incorporated, has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary, on December 9th, 1959.



DAGMAR HOTEL COMPANY, INCORPORATED
By George S. Lehner
George S. Lehner, President.

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:-

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I HEREBY CERTIFY, that on this 9th day of December, 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared George S. Lehner, President of Dagmar Hotel Company, Incorporated, a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Dissolution to be the corporate act of said corporation; and at the same time personally appeared Pearl L. Lehner and made oath in due form of law that she is secretary of said corporation and that the matters and facts authorizing the dissolution of the corporation as set forth in said Articles of Dissolution are true.

WITNESS my hand and Notarial Seal, the day and year last above written.

Gladyes J. Kuhn
Notary Public.



Office of Comptroller
Treasury Department
Annapolis, Maryland

Louis E. Goldstein
Comptroller
Bernard F. Nessel
Chief Deputy

THIS IS TO CERTIFY, That the books of the State Comptroller's Office and of the Department of Employment Security, as reflected in their certification to the State Comptroller, show that all taxes and charges due the State of Maryland, payable through the said offices as of the date hereof by

DAGMAR HOTEL COMPANY, INCORPORATED
have been paid.

WITNESS my hand and official seal this
fifth day of October A. D. 1959.

L. M. J. [Signature]
Deputy Comptroller

RE: DISSOLUTION OF DAGMAR HOTEL COMPANY, INCORPORATED.

I, Hugh K. Troxell, Treasurer for Washington County, State of Maryland, hereby certify that all taxes levied on assessments made by the State Tax Commission of Maryland, now known as State Department of Assessments and Taxation, and billed by and payable to me by Dagmar Hotel Company, Incorporated, have been paid to and including the year 1958, except any such taxes which may have been barred by Section 212 of Article 81 or otherwise.

I further certify that as of this date no taxes, if there were any levied as aforesaid, have been billed by me to said corporation for the year 1959.

Witness my hand and seal this 28 day of November, 1959.

Hugh K. Troxell (SEAL)
Treasurer for Washington County,
Maryland.

(Annotated Code of Maryland, 1957, Art. 23, Sec. 77 (c).)

RE: DISSOLUTION OF DAGMAR HOTEL COMPANY, INCORPORATED.

I, William H. Burhans, Tax Collector and Treasurer of The City of Hagerstown, a municipal corporation of the State of Maryland, hereby certify that all taxes levied on assessments made by the State Tax Commission of Maryland, now known as State Department of Assessments and Taxation, and billed by and payable to me by Dagmar Hotel Company, Incorporated, have been paid to and including the year 1958, except any such taxes which may have been barred by Section 212 of Article 81 or otherwise.

I further certify that as of this date no taxes, if there were any levied as aforesaid, have been billed by me to said corporation for the year 1959.

Witness my hand and seal this 28th day of November, 1959.

W. H. Burhans Jr. (SEAL)
Tax Collector and Treasurer of
The City of Hagerstown.

(Annotated Code of Maryland, 1957, Art. 23, Sec. 77 (c).)

INDEXED
FILED
C. M. B. CHURCH
CLERK

Nov 23 10 03 AM '60

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

ARTICLES OF DISSOLUTION

OF

DAGMAR HOTEL COMPANY, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation
of Maryland December 11, 1959 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 2230

Recorded in Liber *2164*, folio *285*, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Spec. Fee
/ Bonus/tax paid \$ 10.00 Recording fee paid \$ 12.00

To the clerk of the Circuit

Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles J. Bantjes
Director

Recorded July 23, 1960 at 10:08 A.M. Liber 9

HAGER OPTICAL INC.
STOCK ISSUANCE STATEMENT

HAGER OPTICAL INC. A MARYLAND CORPORATION HAVING ITS PRINCIPAL OFFICE IN WASHINGTON COUNTY, MARYLAND (HEREINAFTER CALLED THE CORPORATION), HEREBY CERTIFIES TO THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND, THAT:

FIRST: THE CORPORATION HAS AUTHORIZED THE ISSUANCE OF ONE HUNDRED TWENTY-FIVE (125) FULLY PAID AND NON-ASSESSABLE SHARES OF THE PAR VALUE OF TEN DOLLARS (\$10.00) PER SHARE OF CAPITAL STOCK OF THE CORPORATION TO JAMES W. SACHS FOR THE FOLLOWING CONSIDERATION, NAMELY; THE ASSIGNMENT AND TRANSFER TO THE CORPORATION OF ALL RIGHT, TITLE, AND INTEREST OF JAMES W. SACHS, TRADING AS OPTICAL SERVICE COMPANY OF ALL THE TANGIBLE ASSETS OF SAID BUSINESS COMPRISING THE OPTICAL BUSINESS CONDUCTED AT THE SACHS BUILDING 251 EAST BALTIMORE STREET, HAGERSTOWN, MARYLAND, AND INCLUDING THE ACCOUNTS RECEIVABLE OPTICAL EQUIPMENT, FURNITURE AND FIXTURES AND ANY AND ALL OTHER ASSETS OF SAID BUSINESS, AND SUBJECT TO ALL ACCOUNTS PAYABLE AND OTHER OBLIGATIONS OF SAID BUSINESS FOR THE FOLLOWING CONSIDERATION, THE ACTUAL VALUE OF WHICH AS DETERMINED BY THE BOARD OF DIRECTORS IS NOT LESS THAN ONE THOUSAND TWO HUNDRED FIFTY DOLLARS (\$1,250.00)

SECOND: (A) AT THE TIME OF AUTHORIZATION OF THE ISSUANCE OF SUCH SHARES OF STOCK THERE WERE NO SHARES OF STOCK OF ANY CLASS OF THE CORPORATION OUTSTANDING AND ENTITLED TO VOTE; AND

(B) THE ACTUAL VALUE OF THE CONSIDERATION TO BE RECEIVED BY THE CORPORATION, AS DETERMINED BY THE BOARD OF DIRECTORS IS AT LEAST EQUAL TO THE PAR VALUE OF THE SHARES TO BE SO ISSUED; AND

(C) THE ISSUANCE OF SAID SHARES OF STOCK ON THE TERMS ABOVE SET FORTH WAS DULY AUTHORIZED BY THE BOARD OF DIRECTORS OF THE CORPORATION AT A MEETING HELD ON SEPTEMBER 1, 1959.

IN WITNESS WHEREOF, HAGER OPTICAL INC. HAS CAUSED THESE PRESENTS TO BE SIGNED IN ITS NAME AND ON ITS BEHALF BY ITS PRESIDENT, AND ITS CORPORATE SEAL TO BE HEREUNTO AFFIXED AND ATTESTED BY THE SECRETARY ON December 23 -1959.

HAGER OPTICAL INC.

BY James W. Sachs
PRESIDENT

ATTEST: Charles B. Carter
SECRETARY

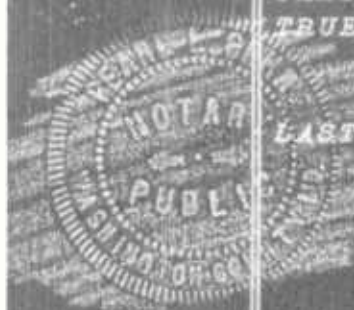
STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY THAT ON December 23, 1959 BEFORE ME, THE SUBSCRIBER, A NOTARY PUBLIC OF THE STATE OF MARYLAND IN AND FOR THE COUNTY OF WASHINGTON, PERSONALLY APPEARED JAMES W. SACHS, PRESIDENT OF HAGER OPTICAL INC., A MARYLAND CORPORATION, AND IN THE NAME OF AND ON BEHALF OF SAID CORPORATION ACKNOWLEDGED THE FOREGOING STOCK ISSUANCE STATEMENT TO BE THE CORPORATE ACT OF SAID CORPORATION; AND AT THE SAME TIME PERSONALLY APPEARED CHARLES B. CARTER AND MADE OATH IN DUE FORM OF LAW THAT HE WAS SECRETARY OF THE MEETING OF THE BOARD OF DIRECTORS OF SAID CORPORATION AT WHICH THE ISSUANCE

OF THE STOCK THEREIN MENTIONED WAS FINALLY APPROVED, AND
THAT THE MATTERS AND FACTS SET FORTH IN SAID STATEMENT ARE
TRUE TO THE BEST OF HIS KNOWLEDGE, INFORMATION AND BELIEF.

21

WITNESS MY HAND AND NOTARIAL SEAL, THE DAY AND YEAR
LAST ABOVE WRITTEN.



Pearl L. Gehr
NOTARY PUBLIC
Pearl L. Gehr

STOCK ISSUANCE STATEMENT
OF
HAGER OPTICAL INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
JUL 23 10 08 AM '60
CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland December 30, 1959 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 2538

Recorded in Liber 2167, folio 374, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.



AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Rauter
Director

Recorded July 23, 1960 at 10:08 A.M. Liber 9

TRUSTEES OF THE LEITERSBURG GOSPEL CHURCH.

Articles of Amendment.

THIS IS TO CERTIFY:

First: That the charter of the Trustees of the Leitersburg Gospel Church, a Maryland corporation, having its principal office at Rt. #5, Hagerstown, Maryland, is hereby amended by striking out the following words:

Article 1- "Leitersburg Gospel"
Article 11- "Leitersburg Gospel"- "or by proxy"
Article VIII- "undenominational" of the Certi-

ficate of Incorporation and inserting in lieu thereof the following:

Article 1- "Wayside Baptist"
Article 11- "Wayside Baptist"
Article VIII- "denominational"

Second: That the Trustees of the Corporation at a meeting duly convened and held on the 20th. day of September 1959, duly advised the amendments of the charter of the corporation herein above set forth by passing a resolution declaring that said amendments are advisable and calling a meeting of the membership of the corporation (congregation) to take action thereon.

Third: That the meeting of the membership of the corporation (congregation) called by the Trustees of the corporation as afore-said was held at Rt. #5, Hagerstown, Maryland, on the 7th. day of October 1959 and at said meeting the members of the congregation being the members of the corporation, by the affirmative vote of two-thirds (2/3) of those present and qualified to vote duly adopted the amendments of the Charter of the Corporation herein above set forth.

IN WITNESS WHEREOF, The Trustees of the Leitersburg Gospel Church, Inc., has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereto attached and attested by its Secretary on this 16th day of December A.D. 1959

ATTEST:

TRUSTEES

OF THE LEITERSBURG GOSPEL CHURCH Inc.

By Charles L. Miles
President

Secretary

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 16th day of December A.D. 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Charles D. Miles, President of The Trustees of the Leitersburg Gospel Church, a Maryland corporation, and in the name and on behalf of the Corporation acknowledged the foregoing Articles of Amendment to be the corporate act of the Corporation; and at the same time personally appeared Cora Marie Miles and made oath in due form of law that she was Secretary of the meeting of the members of the corporation at which the amendment of the charter of the Corporation set forth in said Articles of Amendment was adopted, and that the matters and facts set forth in said Articles of Amendment are true to the best of her knowledge, information and belief.

WITNESS my hand and Official Notarial Seal.

Robert L. B. B. B.
Notary Public

My Commission Expires: 5/1/1961
MAY 1 1961

ARTICLES OF AMENDMENT

OF

TRUSTEES OF THE LEITERSBURG GOSPEL CHURCH

changing its name to

TRUSTEES OF THE WAYSIDE BAPTIST CHURCH

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
JUL 23 10 08 AM '60
LITE
LAND RECORDS
& MERIT SERVICES
CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland December 17, 1959 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 2317

Recorded in Liber 2165, folio 268, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$ 10.00

To the clerk of the Circuit

Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles J. Rauts
Director

Recorded July 23, 1960 at 10:08 A.M. Liber 9

PEN-MAR VENDING, INC.

ARTICLES OF INCORPORATION

First: We, the undersigned, William L. Scheeley, whose post office address is 2150 Rolling Rd., Hagerstown, Maryland, Lucille G. Scheeley, whose post office address is 2150 Rolling Rd., Hagerstown, Maryland, Leon R. Scheeley, whose post office address is 2150 Rolling Rd., Hagerstown, Maryland, and Sarah E. Duey, whose post office address is 785 Briarcliff Drive, Hagerstown, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

Second: The name of the corporation (which is herein-after called the Corporation) is:

PEN-MAR VENDING, INC.

Third: The purpose for which the corporation is formed and the business or objects to be carried on by it are as follows:

1. To carry on and conduct, directly or indirectly, a general Vending machine business, including the leasing, placing and operating of any and all types of coin operated automatic vending machines, and to engage in all activities directly or indirectly helpful in effectively carrying on such vending operation.
2. To buy, sell, hold or lease any and all types of coin operated vending equipment.
3. To buy and sell any merchandise that is vend from any coin operated vending machine.
4. To borrow and lend money in furtherance of the business including and executing necessary documents to secure obligations of the Corporation.

Fourth: The post office address of the principal office of the Corporation in this is 2150 Rolling Road, Hagerstown, Maryland. The name and post office address of the resident agent of the Corporation in this state is William L. Scheeley, 2150 Rolling Road, Hagerstown, Maryland. Said resident is a citizen of this state and actually resides therein.

Fifth: The total amount of authorized capital stock of the Corporation is One Hundred Thousand Dollars (\$100,000.00) par value, divided into One Thousand (1000) shares of the par value of One Hundred Dollars (\$100.00) each.

Sixth: The number of Directors of The Corporation shall be four (4), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than four; and the names of the directors who shall act until the first annual meeting or until there successors are duly chosen and qualified are William L. Scheeley, Lucille G. Scheeley, Leon R. Scheeley, and Sarah E. Duey.

Seventh: The Board of Directors of the Corporation are hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized. The Board of Directors of the Corporation are hereby empowered to authorize the issuance from time to time shares of its capital stock for cash or for such consideration as the Board of Directors shall consider advisable and for this purpose the Board of Directors shall have the power to determine the actual value of the property, services or other consideration for which the stock is to be issued

Eighth: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on this 14th Day of November, 1959.

WITNESS:

<u>Joseph N. Rowe</u>	<u>William L. Scheeley</u> (SEAL) William L. Scheeley
<u>Joseph N. Rowe</u>	<u>Lucille G. Scheeley</u> (SEAL) Lucille G. Scheeley
<u>Joseph N. Rowe</u>	<u>Leon R. Scheeley</u> (SEAL) Leon R. Scheeley
<u>Joseph N. Rowe</u>	<u>Sarah E. Duey</u> (SEAL) Sarah E. Duey

STATE OF MARYLAND, COUNTY OF WASHINGTON: ss:

I HEREBY CERTIFY, that on this 14th day of November, 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for the county of Washington, personally appeared William L. Scheeley, Lucille G. Scheeley, Leon R. Scheeley and Sarah E. Duey and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal, the day and year last above written



Blain H. Duey
Notary Public
My commission Expires: May 1, 1960

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
DEC 23 10 03 AM '60
C. HEILIN STUBER
CLERK

ARTICLES OF INCORPORATION
OF
PEN-MAR VENDING, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland December 1, 1959 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 2061

Recorded in Liber 7162, folio 282, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.


Director

Recorded July 23, 1960 at 10:08 A.M. Liber 9

ARTICLES OF INCORPORATION
OF
LONGMEADOW COMMUNITY ASSOCIATION, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Byron E. Wingert, whose post office address is Hagerstown, Maryland, Frank Getty, whose post office address is Hagerstown, Maryland, and William E. King, whose post office address is Hagerstown, Maryland, all being of full legal age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the Corporation (which is hereinafter called "Corporation") is: LONGMEADOW COMMUNITY ASSOCIATION, INC.

THIRD: The purposes for which the corporation is formed and the business or objects to be carried on and promoted by it are as follows:

(a) For the protection and promotion of the health, safety, confort, convenience, welfare, happiness and mutual understanding of the residents of our community.

(b) To manufacture, purchase, or otherwise acquire, own, lease, mortgage, pledge, sell, assign and transfer, or otherwise dispose of, to invest, trade, deal in and deal with, goods, wares, and merchandise and real and personal property of every class and description.

(c) This corporation does not contemplate pecuniary gain or profit to the members thereof, and is organized for non-profit purposes, and no part of any net earnings thereof shall inure to the benefit of any member, or any other individual.

FOURTH: The post office address of the principal office of the corporation in this state is Williamsport, Maryland. The resident agent of the corporation is Nicholas M. Stefano, 1711 The Terrace, Hagerstown, Maryland. Said resident agent is a

citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation formed hereby shall have no capital stock, and shall be composed of members rather than stockholders, and any person eligible under the constitution and by-laws of the Corporation shall become a member thereof.

SIXTH: The management and the control of the corporation shall be vested in an Executive Committee of six members, consisting of the five officers of the Corporation and the immediate past president, and Byron E. Wingert, Frank Getty, William E. King, Eleanor B. Lashley, Rena B. Jefferson and Nicholas M. Stefano shall act as such until the first annual meeting, or until their successors are duly elected by the membership of the corporation as defined in the by-laws of the Corporation.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 7TH day of Dec., 1959.

Byron E. Wingert
Byron E. Wingert

Frank Getty
Frank Getty

William E. King
William E. King

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 7TH day of Dec., 1959, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Byron E. Wingert, Frank Getty and William E. King, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal the day and year last above written.

John P. [Signature]
Notary Public

My comm. exp. 5/1/61

LIBER 10010
 LAND/CALHOUN/C/SAL/E
 G. MERLIN SINGER
 CLERK

JUL 23 10 08 AM '60

STATE OF MD.
 WASHINGTON COUNTY
 RECEIVED FOR RECORD

ARTICLES OF INCORPORATION
 OF

LONGMEADOW COMMUNITY ASSOCIATION, INC.

approved and received for record by the State Department of Assessments and Taxation
 of Maryland December 11, 1959 at 2:49 o'clock P. M. as in conformity
 with law and ordered recorded.

A 2294

Recorded in Liber 7165, folio 142, one of the Charter Records of the State
 Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
 has been received, approved and recorded by the State Department of Assessments and Taxation
 of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles J. Bantz
 Director

1/25/61 7/23/60
Recorded July 23, 1960 at 10:08 A.M. Liber 9

ZITTLESTOWN FIRST CHURCH OF GOD, INC.

ARTICLES OF INCORPORATION

FIRST, We, the undersigned, Harry R. Leasure, whose post office address is Route #2, Boonsboro, Maryland, Charles Aikens, whose post office address is Ford Ave., Boonsboro, Maryland, Dean Young, whose post office address is Route #2, Boonsboro, Maryland, Raymond Renner, whose post office address is Mapelville, Maryland, and Donald Blickenstaff, whose post office address is Boonsboro, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators, with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation), is: "ZITTLESTOWN FIRST CHURCH OF GOD, INC."

THIRD: The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

(a) To establish an association for the teaching of the gospel of the Lord Jesus Christ according to the Doctrine of the Church of God of North America.

(b) To promote, establish and maintain such activities which shall develop and enhance the religious, educational and economic welfare of the public generally and in particular the citizens of Washington County, Maryland.

(c) The Corporation shall have power to improve, buy and sell real estate, wheresoever situate, and fixtures and personal property incident thereto and connected therewith; to acquire by purchase, lease or otherwise, lands, tenements, hereditaments, or any interest therein, and to improve the same; to sell, lease, mortgage, pledge or otherwise dispose of the lands or other property of the Corporation.

(d) The Corporation shall have all the General Powers conferred by Article 23, Sections 256-314 of the Code of General Laws, 1957, or any amendments thereto, and the enumeration of specific powers in these Articles of Incorporation are in

furtherance of and not in limitation of the General Powers conferred by law.

(e) This Corporation shall be non-profit and no part of the assets of the Corporation shall inure to the benefit of any member thereof not specifically hired or engaged by the Corporation to perform work for remuneration.

FOURTH: The principal office of the Corporation will be in Boonsboro, Washington County, Maryland. The resident agent of the Corporation is Rev. Paul Hawbaker, whose post office address is 42 St. Paul Street, Boonsboro, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The property and business of the Corporation shall be conducted and managed by a Board of five (5) directors or trustees, all of whom shall be members of the congregation in good and regular standing and above twenty-one years of age. They shall be elected by the members of the congregation annually in October of each year, or, in the event of failure to elect in that month for any cause whatsoever, as soon as convenient thereafter, provided, however, that the said newly elected trustees shall not assume their duties as such until the first day after the election, and shall hold office until their successors are fully elected and qualify. Until October, 1962, or until their successors are duly chosen and qualify, the Board of Trustees shall consist of Harry R. Leasure, Charles Aikens, Dean Young, Raymond Renner and Donald Blickenstaff.

The Corporation shall formulate and adopt By-Laws, rules regulations and practices for directing and managing its congregational or temporal affairs.

Any By-Laws adopted by the Corporation may be amended or new By-Laws adopted, or the provisions of the Articles of Incorporation may be amended at any annual or special meeting of the Corporation called for this purpose, a majority of the members of the Corporation above twenty-one years of age

constituting a quorum for the transaction of such business.

SIXTH: The Corporation shall have no capital stock.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 7 day of December, 1959.

WITNESS:

Harry R. Leasure (SEAL)
Harry R. Leasure

Charles Aikens (SEAL)
Charles Aikens

Dean Young (SEAL)
Dean Young

Raymond Renner (SEAL)
Raymond Renner

Donald Blickenstaff (SEAL)
Donald Blickenstaff

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 7 day of December, 1959, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Harry R. Leasure, Charles Aikens, Dean Young, Raymond Renner and Donald Blickenstaff and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal the day and year last above written.

My commission expires:
May 1, 1961.

Charles H. Brown
Notary Public

LIBER FOLIO
 2164 514
 G. MERLIN SANDER
 CLERK

JUL 23 10 08 AM '60

STATE OF MD.
 WASHINGTON COUNTY
 RECEIVED FOR RECORD

ARTICLES OF INCORPORATION

OF

ZITTLESTOWN FIRST CHURCH OF GOD, INC.

approved and received for record by the State Department of Assessments and Taxation
 of Maryland December 15, 1959 at 9:00 o'clock A. M. as in conformity
 with law and ordered recorded.

A 2252

Recorded in Liber 2164, folio 514, one of the Charter Records of the State
 Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
 has been received, approved and recorded by the State Department of Assessments and Taxation
 of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles A. Bantjes
 Director

Howard I Tedrick Big Pool Md 1/27/1961
Recorded July 23, 1960 at 10:08 A.M. Liber 9

ARTICLES OF INCORPORATION
OF
STONY CABIN ROD AND GUN CLUB, INC.

THIS IS TO CERTIFY:

FIRST: THAT WE, THE SUBSCRIBERS, HOWARD I. TEDRICK, WHOSE POST OFFICE ADDRESS IS BIG POOL, WASHINGTON COUNTY, MARYLAND; CURTIS H. KLINE, WHOSE POST OFFICE ADDRESS IS 1106 OAK HILL AVENUE, HAGERSTOWN, MARYLAND; AND DANIEL E. BLAIR, WHOSE POST OFFICE ADDRESS IS CLEAR SPRING, WASHINGTON COUNTY, MARYLAND; ALL BEING AT LEAST TWENTY-ONE YEARS OF AGE, DO, UNDER AND BY VIRTUE OF THE GENERAL LAWS OF THE STATE OF MARYLAND, AUTHORIZING THE FORMATION OF CORPORATION, ASSOCIATE OURSELVES WITH THE INTENTION OF FORMING A CORPORATION BY THE EXECUTION AND FILING OF THESE ARTICLES.

SECOND: THAT THE NAME OF THE CORPORATION
(WHICH IS HEREINAFTER CALLED THE CORPORATION) IS:

STONY CABIN ROD AND GUN CLUB, INC.

THIRD: THE PURPOSE OR PURPOSES FOR WHICH AND
FOR ANY OF WHICH THE CORPORATION IS FORMED AND THE BUSINESS
OR OBJECTS TO BE CARRIED ON OR PROMOTED BY IT ARE AS FOLLOWS:

(A) TO ORGANIZE, OWN, MANAGE AND OPERATE A CLUB EXCLUSIVELY FOR PLEASURE, RECREATION AND ANY OTHER NON-PROFITABLE PURPOSES, NO PART OF THE NET EARNINGS OF WHICH IS TO INURE TO THE BENEFIT OF ANY PRIVATE SHARE HOLDERS, INDIVIDUAL OR MEMBER.

(B) TO ACQUIRE, LEASE, RENT, CONSTRUCT, PURCHASE, OWN, FURNISH, MANAGE, OPERATE, SELL AND OTHERWISE OWN AND CONTROL, BY ANY LAWFUL MEANS, BUILDING, CLUBHOUSE, MEETING PLACE, LANDS, GROUNDS, EQUIPMENT, TRAPS AND OTHER APPLIANCES AND ANY OTHER PROPERTY OF ANY KIND OR DESCRIPTION FOR THE USE, PLEASURE AND ENJOYMENT OF ITS MEMBERS AND GUESTS IN SPORTS, SHOOTING, FISHING AND ANY OTHER RECREATIONAL, SPORTING AND SOCIAL ACTIVITIES.

(C) TO ACCEPT, OBTAIN, RECEIVE AND DEMAND OF ITS MEMBERS, BY ANY LAWFUL MEANS, FUNDS FOR ANY OR ALL OF THE PURPOSES FOR WHICH THIS CORPORATION IS FORMED, AND TO PAY FOR THE SAME BY ANY LAWFUL MEANS.

(D) To ENCOURAGE, OBLIGATE AND REQUIRE ITS MEMBERS TO OBEY THE LETTER AND SPIRIT OF ALL FISH AND GAME LAWS, AND ENCOURAGE BY PERSONAL CONDUCT, INFLUENCE AND OTHERWISE, GENERAL REGARD BY ITS MEMBERS AS WELL AS THE PUBLIC GENERALLY OF ALL FISH AND GAME LAWS.

(E) To ENCOURAGE, OBLIGATE AND REQUIRE ITS MEMBERS TO OBEY THE LETTER AND SPIRIT OF ALL RULES, REGULATIONS, ORDERS AND LAWS FOR THE PROTECTION, PRESERVATION AND PROPAGATIONS OF FISH, GAME AND OTHER WILD LIFE.

(F) To FOSTER AND INCREASE THE FISH, GAME AND WILD LIFE SUPPLY IN ANY LAWFUL MANNER.

(G) FROM TIME TO TIME TO DO ANY ONE OR MORE OF THE ACTS AND THINGS HEREINBEFORE SET FORTH FOR PLEASURE, AMUSEMENT AND ENJOYMENT AND AS A NON-PROFITABLE ENTERPRISE OR BUSINESS, AND TO CARRY ON ANY OTHER BUSINESS WHICH MAY SEEM TO THE CORPORATION TO BE CALCULATED DIRECTLY OR INDIRECTLY TO EFFECTUATE THE AFORESAID PURPOSES OR OBJECTS, OR EITHER OR ANY OF THEM, TO FACILITATE IT IN THE TRANSACTION OF ANY OTHER BUSINESS THAT MAY BE CALCULATED, DIRECTLY OR INDIRECTLY TO ENHANCE THE VALUE OF ITS PROPERTY OR RIGHTS PROVIDED, THAT IN THE TRANSACTION OF ITS BUSINESS, THE CORPORATION SHALL BE SUBJECT TO THE LAWS OF THE JURISDICTION IN WHICH THE SAME IS TRANSACTED OR ITS PROPERTY MAY BE LOCATED.

(H) THIS CORPORATION IS FORMED ON AND SUBJECT TO THE ARTICLES, CONDITIONS AND PROVISIONS HEREIN EXPRESSED AND TO THE PROVISIONS AND LIMITATIONS RELATING TO CORPORATIONS WHICH ARE CONTAINED IN THE PUBLIC GENERAL LAWS OF THE STATE OF MARYLAND AND SAID CORPORATIONS SHALL HAVE FULL POWER TO DO ANY AND ALL OF THE ACTS, MATTERS AND THINGS HEREINBEFORE SET FORTH AND SHALL ALSO HAVE ALL THE POWER INSOFAR AS THE SAME MAY BE APPLICABLE TO IT AND ENUMERATED AND MORE PARTICULARLY SET OUT IN ARTICLE 23 OF THE CODE OF PUBLIC GENERAL LAWS OF MARYLAND RELATING TO CORPORATIONS, AND ALL AMENDMENTS AND SUPPLEMENTS THERETO, AND TO DO EVERY ACT OR THING NOT INCONSISTENT WITH LAW WHICH MAY BE APPROPRIATE TO PROMOTE AND ATTAIN THE OBJECTS AND PURPOSES FOR WHICH OR FOR ANY OF WHICH THIS CORPORATION IS FORMED.

THE AFOREGOING ENUMERATION OF THE PURPOSES, OBJECTS AND BUSINESS OF THE CORPORATION IS MADE IN FURTHERANCE, AND NOT IN LIMITATION, OF THE POWERS CONFERRED UPON THE CORPORATION BY LAW, AND IS NOT INTENDED, BY THE MENTION OF ANY PARTICULAR PURPOSE, OBJECT OR BUSINESS, IN ANY MANNER TO LIMIT OR RESTRICT THE GENERALITY OF ANY OTHER PURPOSE,

OBJECT OR BUSINESS MENTIONED, OR TO LIMIT OR RESTRICT ANY OF THE POWERS OF THE CORPORATION. THE CORPORATION IS FORMED UPON THE ARTICLES, CONDITIONS AND PROVISIONS HEREIN EXPRESSED, AND SUBJECT IN ALL PARTICULARS TO THE LIMITATIONS RELATIVE TO CORPORATIONS WHICH ARE CONTAINED IN THE GENERAL LAWS OF THIS STATE.

FOURTH: THE PRINCIPAL OFFICE OF SAID CORPORATION WILL BE LOCATED AT BIG POOL, WASHINGTON COUNTY, MARYLAND. THE RESIDENT AGENT OF THE CORPORATION IS HOWARD I. TEDRICK, WHOSE POST OFFICE ADDRESS IS BIG POOL, WASHINGTON COUNTY, MARYLAND. SAID RESIDENT AGENT IS A CITIZEN OF THE STATE OF MARYLAND AND ACTUALLY RESIDES THEREIN.

FIFTH: THE CORPORATION SHALL HAVE NO CAPITAL STOCK.

SIXTH: MEMBERS MAY RESIGN OR BE REMOVED, VACANCIES MAY BE FILLED AND ADDITIONAL MEMBERS ELECTED, AS PROVIDED IN THE BY-LAWS, WHICH MAY PRESCRIBE DIFFERENT CLASSES OF MEMBERS AND PRESCRIBE THE POWERS AND DUTIES OF EACH CLASS.

SEVENTH: THE SAID CORPORATION SHALL HAVE THREE (3) DIRECTORS WHICH NUMBER MAY BE INCREASED OR DECREASED PURSUANT TO THE BY-LAWS OF THE CORPORATION BUT SHALL NEVER BE LESS THAN THREE (3); AND THE NAME OF THE DIRECTORS WHO SHALL ACT AS DIRECTORS UNTIL THE FIRST MEETING OR UNTIL THEIR SUCCESSORS ARE DULY CHOSEN AND QUALIFIED ARE HOWARD I. TEDRICK, CURTIS H. KLINE AND DANIEL E. BLAIR.

EIGHTH: THIS CORPORATION SHALL REGULATE ALL THE TERMS, RIGHTS AND CONDITIONS OF MEMBERSHIP BY ITS BY-LAWS. THE CORPORATION RESERVES THE RIGHT TO ALTER, CHANGE AND AMEND THE SAID BY-LAWS FROM TIME TO TIME.

NINTH: THE DURATION OF THE CORPORATION SHALL
BE PERPETUAL.

IN WITNESS WHEREOF, WE HAVE SIGNED THESE ARTI-
CLES OF INCORPORATION ON THE 23 DAY OF October A.D.,
1959.

WITNESS:

Frederick A. Gaskard

Carl C. Watson

William H. Hull

Howard I. Tedrick (SEAL)
HOWARD I. TEDRICK

Curtis H. Kline (SEAL)
CURTIS H. KLINE

Daniel E. Blair (SEAL)
DANIEL E. BLAIR

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY, THAT ON THIS 23 DAY OF
October A.D., 1959, BEFORE ME, THE SUBSCRIBER, A NOTARY
PUBLIC IN AND FOR THE STATE AND COUNTY AFORESAID, PERSONAL-
LY APPEARED HOWARD I. TEDRICK, CURTIS H. KLINE AND DANIEL
E. BLAIR, AND SEVERALLY ACKNOWLEDGED THE AFOREGOING ARTI-
CLES OF INCORPORATION TO BE THEIR ACT.

WITNESS MY HAND AND OFFICIAL NOTARIAL SEAL.

Joseph T. [Signature]
NOTARY PUBLIC

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
JUL 23 10 08 AM '60
CLERK

ARTICLES OF INCORPORATION
OF
STONY CABIN ROD AND GUN CLUB, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland December 11, 1959 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 2241

Recorded in Liber 2164, folio 446, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the Clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.


Director

ARTICLES OF INCORPORATION
OF
KIWANIS CLUB OF SUBURBAN HAGERSTOWN, MARYLAND, INC.

THIS IS TO CERTIFY:

See City Code May 29, 1962

FIRST: That we, the subscribers, C. Robert Dean, whose post office address is Hagerstown, Maryland, Charles S. Defibaugh, whose post office address is Hagerstown, Maryland, and David K. Poole, Jr., whose post office address is Hagerstown, Maryland, all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is: " KIWANIS CLUB OF SUBURBAN HAGERSTOWN, MARYLAND, INC. "

THIRD: The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

(a) To give primacy to the human and spiritual rather than to the material values of life.

(b) To encourage the daily living of the Golden Rule in all human relationships.

(c) To promote the adoption and the application of higher social, business, and professional standards.

(d) To develop, by precept and example, a more intelligent aggressive and serviceable citizenship.

(e) To provide through Kiwanis Clubs, a practical means to form enduring friendships, to render altruistic service, and to build better communities.

(f) To cooperate in creating and maintaining that sound public opinion and high idealism which make possible the increase

of righteousness, justice, patriotism, and good will.

(g) For the purposes aforesaid, to take over the assets, rights and franchises of the unincorporated club, known as the Kiwanis Club of Suburban Hagerstown, Maryland, and its members.

(h) To do all such things as are incidental or conducive to the attainment of the above objects, including the engaging in or carrying on of any other business which may be conveniently conducted in conjunction therewith.

(i) To manufacture, purchase or otherwise acquire, own, mortgage, pledge, sell, assign and transfer or otherwise dispose of, to invest, trade, deal in and deal with, goods, wares and merchandise, and real and personal property of every class and description wheresoever situated.

FOURTH: The post office address of the place at which the principal office of the Corporation in this State will be located is: Hagerstown, Maryland. The Resident Agent of the Corporation is: Charles S. Defibaugh, whose post office address is No. 505 Post Office Box, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation is formed without capital stock for mutual purposes, and non-profit, and any person eligible under the by-laws of the Corporation shall become a member thereof upon payment of such sum and at such time as may be set forth in the by-laws.

SIXTH: The number of directors of the Corporation shall be twelve. The following persons shall act as directors of the Corporation until the first annual meeting, or until their successors are duly elected by the membership of the Corporation as defined in the by-laws of the Corporation: M. P. McKann, David K. Poole, Jr., J. Edwin Henneberger, Merle G. Kaetzel, Frank J. Getty, Clarence S. Gardner, John E. Corderman, Ray E. Blanset, C. Robert Dean, H. Warren McCann, William V. Roney and Charles S. Defibaugh.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we, C. Robert Dean, Charles S. Defibaugh and David K. Poole, Jr., being all of the incorporators hereinabove named, have hereunto set our respective hands and seals this 12th day of January, 1960.

WITNESS:

C. Robert Dean (SEAL)
C. Robert Dean

Charles S. Defibaugh (SEAL)
Charles S. Defibaugh

David K. Poole, Jr. (SEAL)
David K. Poole, Jr.

Olive R. Shupp
Olive R. Shupp

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 12th day of January, 1960, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared C. Robert Dean, Charles S. Defibaugh and David K. Poole, Jr., and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal.

Olive R. Shupp
Notary Public
Olive R. Shupp



My comm. exp. 5/1/61

See letter by similar
corporation authorizing
use of name 1-21

Kenneth Club of Hagerstown, Maryland, Inc

ARTICLES OF INCORPORATION

OF

KIWANIS CLUB OF SUBURBAN HAGERSTOWN, MARYLAND, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland January 25, 1960 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 2899

Recorded in Liber 2171, folio 359, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.


Director

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

AUG 19 8 29 AM '60

LANDS DIVISION
G. MERLIN SANDER
CLERK

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

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hereby gives notice that ARTICLES OF DISSOLUTION of the
Reichard's Garage & Service Station, Inc.

were received for record on January 11, 1960, 19.....,
 in accordance with the provisions of Sec. 77 of Art. 23 of the
 Code (1957 Edition).

Albert W. Ward

Director

REICHARD'S GARAGE & SERVICE STATION, INC.

ARTICLES OF DISSOLUTION

Reichard's Garage & Service Station, Inc., a Maryland corporation
 having its principal office in Washington County, Maryland, (hereinafter
 called the Corporation), hereby certifies to the State Department of Assessments
 and Taxation of Maryland, that:

FIRST: The Corporation is hereby dissolved.

SECOND: The name of the Corporation is as hereinabove set forth,
 and the post office address of the principal office of the Corporation in the
 State of Maryland is No. 49 Summit Avenue, in the City of Hagerstown,
 Washington County, Maryland.

THIRD: The name and post office address of the resident agent of
 the Corporation in the State of Maryland, service of process upon whom shall
 bind the Corporation in any action, suit or proceeding pending or hereafter
 instituted or filed against the Corporation for one year after dissolution and
 thereafter until the affairs of the Corporation are wound up, are John K.
 Baker, III, 49 Summit Avenue, in the City of Hagerstown, Washington County,
 Maryland. Said resident agent is an individual actually residing in this
 State.

FOURTH: The name and post office address of each of the directors
 of the Corporation are as follows:

NAME	POST OFFICE ADDRESS
Fannie G. Reichard	102 W. Irvin Avenue, Hagerstown, Md.
Matilda A. Bikle	405 Reynolds Avenue, Hagerstown, Md.
Alice N. Annan	745 Guilford Avenue, Hagerstown, Md.
W. Lee Elgin	406 Howard Street, Hagerstown, Md.

FIFTH: The name, title and post office address of each of the
 officers of the Corporation are as follows:

NAME	TITLE	POST OFFICE ADDRESS
Fannie G. Reichard	President	102 W. Irvin Ave., Hagerstown, Md.
Alice N. Annan	Secretary	745 Guilford Ave., Hagerstown, Md.
Matilda A. Bikle	Treasurer	405 Reynolds Ave., Hagerstown, Md.

SIXTH: That by informal action dated December 3rd, 1959, the Board
 of Directors of the Corporation passed a resolution declaring that dissolution

of the Corporation is advisable and directing that the proposed dissolution be submitted for action thereon to the stockholders of the Corporation as provided by law; that a written consent to such action was signed by all members of said board, and such written consent is filed with the minutes of proceedings of said Board as provided in Section 58 of Article 23 of the Code of Public General Laws of Maryland.

SEVENTH: A consent in writing to the dissolution of the Corporation was signed by all the stockholders of the Corporation, such consent is filed with the records of the Corporation, and the dissolution of the Corporation has been duly advised by the Board of Directors and authorized by the stockholders of the Corporation in the manner and by the vote required by Article 23 of the Annotated Code of Maryland.

EIGHTH: The Corporation has no known creditors.

NINTH: These Articles of Dissolution are accompanied by certificates of the Comptroller of the Treasury of the State of Maryland and of the following collectors of taxes (being all collectors of taxes in the list thereof heretofore supplied to the Corporation by the Department of Assessments and Taxation of Maryland) stating in effect that all taxes levied on assessments made by the said Department of Assessments and Taxation of Maryland and billed by and payable to such collecting authorities by the Corporation have been paid, except taxes barred by Section 212 of Article 81 or otherwise, including taxes billed for the year 1958, namely:

Hugh K. Troxell, Treasurer of Washington County, Maryland.
William H. Burhans, Treasurer for The City of Hagerstown, Maryland.

That no such taxes were levied or billed for the year 1959, the year in which the dissolution of the Corporation is to be affected, because it disposed of its assets and discontinued business in the year 1958.

In witness whereof, Reichard's Garage & Service Station, Inc., has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary, on December 18th, 1959.

REICHARD'S GARAGE & SERVICE STATION, INC.

By Fannie G. Reichard
Fannie G. Reichard, President.

Alice N. Annan
Alice N. Annan, Secretary.

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:-

I HEREBY CERTIFY, that on this 18th day of December, 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared Fannie G. Reichard, President of Reichard's Garage & Service Station, Inc., a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Articles of

Dissolution to be the corporate act of said corporation; and at the same time personally appeared Alice N. Annan and made oath in due form of law that she is secretary of said corporation and that the matters and facts authorizing the dissolution of the corporation as set forth in said Articles of Dissolution are true. 237

WITNESS my hand and Notarial Seal, the day and year last above written.

Blaise J. Kuban
Notary Public.



STATE OF MARYLAND
COMPTROLLER OF THE TREASURY
STATE TREASURY BUILDING
ANNAPOLIS, MARYLAND

237
LOUIS L. GOLOSTEIN
COMPTROLLER
BERNARD F. NOSSEL
CHIEF DEPUTY

THIS IS TO CERTIFY, That the books of the State Comptroller's Office and of the Department of Employment Security, as reflected in their Certification to the State Comptroller, show that all taxes and charges due the State of Maryland, payable through the said offices as of the date hereof by

REICHARD'S GARAGE & SERVICE STATION, INC.

have been paid.

WITNESS my hand and official seal this
Twenty-third day of December A. D. 1959.

Helda M. Todd
Deputy Comptroller

RE: DISSOLUTION OF REICHARD'S GARAGE & SERVICE STATION, INC.

I, Hugh K. Troxell, Treasurer for Washington County, State of Maryland, hereby certify that all taxes levied on assessments made by the State Tax Commission of Maryland, now known as State Department of Assessments and Taxation, and billed by and payable to me by Reichard's Garage & Service Station, Inc., have been paid to and including the year 1958, except any such taxes which may have been barred by Section 212 of Article 81 or otherwise.

I further certify that as of this date no taxes, if there were any levied as aforesaid, have been billed by me to said corporation for the year 1959. Witness my hand and seal:-

November 28, 1959

Hugh K. Troxell (SEAL)
Treasurer for Washington County,
Maryland.

(Annotated Code of Maryland, 1957, Art. 23, Sec. 77 (c).)

RE: DISSOLUTION OF REICHARD'S GARAGE & SERVICE STATION, INC.

I, William H. Burhans, Tax Collector and Treasurer of The City of Hagerstown, a municipal corporation of the State of Maryland, hereby certify that all taxes levied on assessments made by the State Tax Commission of Maryland, now known as State Department of Assessments and Taxation, and billed by and payable to me by Reichard's Garage & Service Station, Inc., have been paid to and including the year 1958, except any such taxes which may have been barred by Section 212 of Article 81 or otherwise.

I further certify that as of this date no taxes, if there were any levied as aforesaid, have been billed by me to said corporation for the year 1959.

Witness my hand and seal this 18th day of November, 1959.

W. H. Burhans Jr. (SEAL)
Tax Collector and Treasurer of
The City of Hagerstown.

(Annotated Code of Maryland, 1957, Art. 23, Sec. 77 (c).)

ARTICLES OF DISSOLUTION
OF
REICHARD'S GARAGE & SERVICE STATION, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland January 14, 1960 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 2704

Recorded in Liber 2169, folio 321, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Special Fee
Bond tax paid \$ 10.00 Recording fee paid \$ 12.00

To the clerk of the Circuit

Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles A. Bandy
Director

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

AUG 19 8 29 AM '60

LIBER 2169
LAND & CHURCH OFFICE
G. MERLIN SNYDER
CLERK

240

TERRACE RESTAURANT, INCORPORATED
ARTICLES OF AMENDMENT

THIS IS TO CERTIFY:

FIRST: That the Charter of the Terrace Restaurant, Incorporated, a Maryland Corporation having its principal office in the City of Hagerstown, State of Maryland, (hereinafter called the Corporation) is hereby amended by striking out the Second Section of the Certificate of Incorporation and inserting in lieu thereof the following:

SECOND: That the name of the corporation, which is hereinafter called the corporation, is J. F. Urgo Associates, Inc.

SECOND: That the Board of Directors of the Corporation at a meeting duly convened and held on the 1st day of December, 1959, duly advised the amendment of the Charter of the Corporation hereinabove set forth by passing a resolution declaring that said amendment is advisable and calling a meeting of Stockholders to take action thereon.

THIRD: That the meeting of the Stockholders of the Corporation, called by the Board of Directors of the Corporation as aforesaid, was held at the office of the Company in Hagerstown, Maryland on the 15th day of December, 1959, pursuant to waiver of notice duly executed and filed with the records of the meeting, and at said meeting the Stockholders, by the affirmative vote of the holders of all of the shares of stock outstanding and entitled to vote, duly adopted the amendment of the Charter of the Corporation hereinabove set forth.

IN WITNESS WHEREOF, the Terrace Restaurant, Incorporated has caused these presents to be signed in its name and on its behalf by its President, and its Corporate seal to be hereto attached and attested by its Secretary, on this 28 day of December, 1959.

TERRACE RESTAURANT, INCORPORATED

By: Joseph F. Urgo
Joseph F. Urgo, President

ATTEST:

Julia F. Urgo
Julia F. Urgo, Secretary

STATE OF MARYLAND, WASHINGTON COUNTY, To-wit:

I HEREBY CERTIFY, That on this 28 day of December, A.D., 1959, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Joseph F. Urgo, President of the Terrace Restaurant, Incorporated, a Maryland Corporation, who acknowledged himself to be the President of the Terrace Restaurant, Incorporated, and in the name and on behalf of said Corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said Corporation; and at the same time personally appeared Julia F. Urgo and made oath in due form of Law that she was Secretary of the meeting of Stockholders of the Corporation at which the amendment of the Charter of the Corporation set forth in said Articles of Amendment was adopted, and that the matters and facts set forth in said Articles of Amendment are true to the best of her knowledge, information and belief.

WITNESS my hand and Official Notarial Seal.

Sarah B. Hykes

Notary Public
My commission expires:
May 1, 1961.

ARTICLES OF AMENDMENT
OF
TERRACE RESTAURANT, INCORPORATED
changing its name to
J. F. URGO ASSOCIATES, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland January 18, 1960 at 9:00 o'clock A.M. as in conformity
with law and ordered recorded.

A 2842

Recorded in Liber 2170, folio 597, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles A. Brantley
Director

STATE OF MD.
WASHINGTON COUNTY
FOR RECORD

3 28 AM '60

FILED
REGISTERED
NOTAR
CLERK

Geiser-Smith South Mountain Veterans' Lodge, Inc.

243

ARTICLES OF REVIVAL*

(Under Section 35)

Geiser-Smith South Mountain Veterans' Lodge, Inc, a Maryland corporation having its principal office in Washington County, Maryland (hereinafter called the Corporation), hereby certifies to the STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND that:

FIRST: The charter of the Corporation was forfeited on Oct. 30, 1959 for the non-payment of taxes or for failure to file an annual report with the STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND, and these Articles of Revival are for the purpose of reviving and reinstating the charter of the Corporation.

SECOND: The name of the Corporation at the time of the forfeiture of its charter was Geiser-Smith South Mountain Veterans' Lodge, Inc.

THIRD: The name by which the Corporation will hereafter be known is Geiser-Smith South Mountain Veterans' Lodge, Inc.

FOURTH: (a) The post office address of the principal office of the Corporation in the State of Maryland is No. 2 East Water Street, Smithsburg, Washington County, Maryland, and said principal office is located in the same county in which the principal office of the Corporation was located at the time of the forfeiture of its charter.

(b) The name and post office address of the resident agent of the Corporation in the State of Maryland are Samuel A. Jacques, Box 24, Smithsburg, Washington County, Maryland. Said resident agent is an individual actually residing in this State (or a corporation of this State).

FIFTH: At or prior to the filing of these Articles of Revival, the Corporation has:

- (a) Paid all fees required by law;
- (b) Filed all annual reports which should have been filed by the Corporation if its charter had not been forfeited
- (c) Paid all State and local taxes (other than taxes

on real estate) and all interest and penalties due by the Corporation, irrespective of any period of limitation otherwise prescribed by law affecting the collection of any part of such taxes; and

(d) Paid an amount equal to all State and local taxes (other than taxes on real estate) and all interest and penalties which, irrespective of any period of limitation otherwise prescribed by law affecting the collection of any part of such taxes, would have been payable by the Corporation if its charter had not been forfeited.

IN WITNESS WHEREOF, the undersigned, who were respectively the last acting President (or Vice-President) and Secretary (or Treasurer) of the Corporation, have signed these Articles of Revival on February 1st, 1960.

Last Acting President

Samuel A. Jacques
Samuel A. Jacques, President

Last Acting Secretary

J. Quinn Fogle
J. Quinn Fogle, Secretary

STATE OF Maryland,

County of Washington, ss:

I HEREBY CERTIFY That on February 1st, 1960, before me, the subscriber, a notary public of the State of Maryland

in and for the County of Washington, personally appeared Samuel A. Jacques, the last acting President (or Vice-President) and J. Quinn Fogle, the last acting Secretary (or Treasurer) of Geiser-Smith South Mountain Veterans' Lodge, Inc. a Maryland corporation, and severally acknowledged the foregoing Articles of Revival to be their act.

WITNESS my hand and notarial seal, the day and year last above written.



MY COMMISSION EXPIRES

MAY 1 - 1964

J. Quinn Fogle

Notary Public*

ARTICLES OF REVIVAL
OF
GEISER-SMITH SOUTH MOUNTAIN VETERANS' LODGE, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland February 19, 1960 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 3324

Recorded in Liber 7175, folio 596, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Spec. Fee
Bonus tax paid \$ 5.00 Recording fee paid \$ 10.00

To the clerk of the Circuit

Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Bondy
Director

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

AUG 19 8 29 AM '60

LIBER FOLIO
LAND C. MORTG. C/SALD
G. MERLIN SNYDER
CLERK

✓246

ANGLE FEED & LUMBER CO., INC.

STOCK ISSUANCE STATEMENT

Angle Feed & Lumber Co., Inc., a Maryland corporation having its principal office in Hanceock, Washington County, Maryland, (hereinafter called the Corporation), hereby certifies to the State Tax Commission of Maryland, that:

The Corporation has authorized the issuance of Six Thousand Three Hundred Thirty (6330) shares of the Common Capital Stock of the Corporation for the following consideration, namely; the actual value of which, as determined by the Board of Directors, is not less than Ninety-nine Thousand Four Hundred Sixteen Dollars and Seventeen Cents (\$99,416.17), being all of the assets of the sole proprietorship formerly operated by Guy K. Angle, T/A The Angle Feed & Lumber Co. Hanceock, Maryland.

The actual value of the consideration to be received by the Corporation, as determined by the Board of Directors, is at least equal to the par value of shares to be issued.

The issuance of said shares of stock on the terms above set forth was duly authorized by the Board of Directors of the Corporation at a meeting held on January 2, 1960.

In Witness whereof, the Angle Feed & Lumber Co., Inc. has caused these presents to be signed in its name and on its behalf by its President or one of its Vice Presidents and its corporate seal to be hereunto affixed and attested by its Secretary on January 2, 1960.

ANGLE FEED & LUMBER CO., INC.

BY

Guy K. Angle
Guy K. Angle, President

Maria S. Angle
Maria S. Angle, Secretary

STATE OF MARYLAND, COUNTY OF WASHINGTON: To-wit:

I Hereby Certify, that on January 2, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared Guy K. Angle, President of Angle Feed & Lumber Co., Inc., a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Stock Issuance Statement to be the corporate act of said corporation; and at the same time personally appeared Maria S. Angle and made oath in due form of law that she was secretary of the meeting of the ~~Shareholders~~ of Directors said corporation at which the issuance of the stock therein mentioned was finally approved, and that the matters and facts set forth in said statement are true and correct to the best of her knowledge, information and belief.

Witness my hand and Notarial Seal, the day and year last above written.

Donald H. Newkirk
Notary Public

STOCK ISSUANCE STATEMENT
OF
ANGLE FEED & LUMBER CO., INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland February 19, 1960 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 3320

Recorded in Liber 7175, folio 582, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$ 10.00

To the clerk of the Circuit

Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.


Director

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

AUG 19 8 29 AM '60

LIBER 7175
LAND RECORDS/SALES
G. MERLIN SNYDER
CLERK

WHIRLWINGS, INCORPORATED

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, JAMES H. RIDGELY, whose post office address is 300 St. Paul Place, Baltimore 2, Maryland, GEORGE H. DOWELL, whose post office address is 300 St. Paul Place, Baltimore 2, Maryland and JOHN D. WRIGHT, whose post office address is 300 St. Paul Place, Baltimore 2, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called "Corporation") is

WHIRLWINGS, INCORPORATED

THIRD: The purposes for which the corporation is formed are as follows:

1. To deal generally in aircraft and flying machines of any and all types whatsoever, of every name and nature, whether of domestic or foreign make; to deal in parts and supplies for said machines; to carry for hire passengers or freight in said machines, on special trips, or as common carriers on regularly established routes; to maintain service stations for the repair, overhaul and testing of said machines, and to maintain supply depots for aircraft and flying machine service generally. Also to manufacture and to buy and sell any and all machinery, supplies and equipment necessary or incidental to carrying on the general business of buying, selling, repairing, testing and flying aircraft and flying machines of every description, and to do any and all things necessary and incidental to the carrying on of said business.

2. To purchase, lease, mortgage, sell, improve, develop, hold and enjoy estates in fee simple, leasehold, and of every other character, nature and description, improved or unimproved upon such terms as may be agreed upon.

3. To engage in and carry on any other business which may conveniently be conducted in conjunction with any of the business of the Corporation.

4. To acquire all or any part of the good will, rights, property and business of any person, firm, association or corporation heretofore or hereafter engaged in any business similar to any business which the corporation has the power to conduct, and to hold, utilize, enjoy and in any manner dispose of the whole or any part of the rights, property and business so acquired, and to assume in connection therewith any liabilities of any such person, firm, association or corporation.

5. To apply for, obtain, purchase or otherwise acquire any patents, copyrights, licenses, trade-marks, trade names, rights, processes, formulas and the like, which may seem capable of being used for any of the purposes of the Corporation, and to use, exercise, develop, grant licenses in respect of, sell, and otherwise turn to account the same.

6. To aid in any manner any person, firm, association, corporation or syndicate, any shares of stock, shares, bonds, debentures, notes, mortgages, or other obligations which are held by or for this Corporation, or in the welfare of which this Corporation shall have any interest, and to do any acts or things designed to protect, preserve, improve and enhance the value of any such property or interest, or any other property of this Corporation.

7. To guarantee the payment of dividends upon any shares of stock, or the performance of any contract by any other corporation or association, in which this Corporation has an interest, and guarantee payment of principal and interest, or either, of any bonds, debentures, notes, or other evidences of indebtedness created or issued by any such corporation or association.

8. To carry out all or any part of the foregoing objects as principal, factor, agent, contractor, or otherwise, either alone or through or in conjunction with any person, firm, association or corporation, and in carrying on its business and for the purpose of attaining or furthering any of its objects and purposes, to make and perform any contracts and to do any acts and things,

and to exercise any powers suitable, convenient or proper for the accomplishment of any of the objects and purposes herein enumerated or incidental to the powers herein specified, or that at any time may appear conducive to or expedient for the accomplishment of any such objects and purposes.

The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to, or inference from, the terms of any other clause of this or any other articles of these Articles of Incorporation or of any amendment thereto, and shall be regarded as independent and construed as powers as well as objects and purposes.

The Corporation shall be authorized to exercise and enjoy all the rights, powers and privileges granted to or conferred upon corporations of a similar character by the general laws of the State of Maryland now or hereafter in force and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights, or privileges so granted or conferred.

FOURTH: The post office address of the place at which the principal office of the Corporation in this State will be located is P. O. Box 1095, Hagerstown, Maryland. The resident agent of the Corporation is Austin C. Diggs, whose post office address is 210 N. Calvert Street, Baltimore 2, Maryland. Said resident agent is an individual actually residing in this State.

FIFTH: The number of directors of the Corporation shall be three, which number may be increased or decreased pur-

suant to the By-Laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are JOHN T. POTTER, GEORGE H. JOUBIN and MARGARETTA D. POTTER.

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SIXTH: The total number of shares of stock which the Corporation has authority to issue is Five Thousand (5,000) shares without nominal or par value.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders.

1. The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, and securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such considerations as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

2. If so determined by the Board of Directors, the Corporation may from time to time issue shares without par value of its stock of any class for a consideration of which or of the value of which a part only shall be contributed as capital, and the amount of such stock issued shall include only that part of the amount or value of such consideration so contributed as capital, and the balance of the consideration or of the value of the consideration shall constitute surplus and shall be available for the payment of dividends and for other corporate purposes.

3. The Board of Directors shall have power to determine from time to time whether and to what extent and at what times and places and under what conditions and regulations the books, accounts, and documents of the Corporation, or any of them, shall be open to the inspection of stockholders, except as otherwise provided by statute or by the by-laws; and, except as so provided, no stockholder shall have any right to inspect any book, account or document of the Corporation unless authorized to do so by resolution of the Board of Directors.

4. The Board of Directors of the Corporation shall have the power without obtaining the consent or approval of any of the holders of any class or classes of stock, issued or outstanding, or that may hereafter be issued, at any time or times to authorize the execution of any mortgage or mortgages on any

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specific property now or hereafter acquired by the Corporation to secure a loan for the payment of any indebtedness existing or to be created by the Corporation.

5. No contract or other transaction between the Corporation and any other corporation shall be affected or invalidated by the fact that any one or more of the directors and/or officers of this Corporation is or are interested in, or is a director or officer, or are directors or officers of such other corporation, and any director or directors, officer or officers, individually or jointly, may be a party, or parties to, or may be interested in, any contract or transaction of this Corporation or in which this Corporation is interested; and no contract, act or transaction of this Corporation with any person or persons, firm, association or corporation, shall be affected or invalidated by the fact that any director or directors, officer or officers, of this Corporation is a party, or are parties to or interested in such contract, act or transaction, or in any way connected with such person or persons, firm, association or corporation, and each and every person who is or may become a director and/or officer of this Corporation is hereby relieved from any liability that might otherwise exist from contracting with the Corporation for the benefit of himself or any firm, association or corporation in which he may in anywise be interested.

6. Any contract, transaction or act of the Corporation or of the directors which shall be ratified by a majority of a quorum of the stockholders having voting powers at any annual meeting, or at any special meeting called for such purpose, shall so far as permitted by laws be as binding as though ratified by every stockholder of the Corporation.

7. Unless the by-laws otherwise provide, any officer or employee of the Corporation (other than a director) may be removed at any time with or without cause by the Board of Directors or by any Committee or superior officers upon whom such power of removal may be conferred by the by-laws or by authority of the Board of Directors.

8. Agreements may be entered into by any stockholder or stockholders giving to the Corporation or to any other stockholder or stockholders an option to purchase the stockholdings of such stockholder or stockholders, and binding such stockholder or stockholders, his or their heirs, executors, administrators and assigns, and the shares of stock of such person or persons shall, thereupon, be subject to such agreement and transferable only upon proof of compliance therewith; provided, however,

such agreement be filed with the Corporation, and reference thereto be placed upon the certificate of stock.

9. Notwithstanding any provisions of law acquiring any action to be taken or authorized by the affirmative vote of the holders of a majority or other designated proportion of the shares or of the shares of each class, such action shall be effective and valid if taken or authorized by the affirmative vote of the holders of a majority of the total number of shares outstanding and entitled to vote thereon, except as otherwise provided in the charter or in the by-laws, but in cases in which the law authorized such action to be taken or authorized by a less vote, such action shall be effective and valid if so taken or authorized, except as otherwise provided in the charter or in the by-laws.

10. The Board of Directors shall have the power, from time to time to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and if any, what part of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of these Articles of Incorporation, and to direct and determine the use and disposition of any of such surplus or net profits. The

Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

11. The Corporation reserves the right from time to time to make any amendments of its Articles of Incorporation which may now or hereafter be authorized by law, including any amendments changing the terms of any of its outstanding stock by classification, reclassification or otherwise; but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change in the terms thereof shall have been authorized by the holders of two-thirds of the shares of such stock at the time outstanding by a vote at a meeting or in writing with or without a meeting.

12. The Corporation shall indemnify any director, officer or employee, or former director, officer or employee of the Corporation, or any person who may have served at its request as a director, officer or employee of another corporation in which it owns shares of capital stock, or of which it is a creditor, against expenses actually and necessarily incurred by him in connection with the defense of any action, suit or proceeding in which he is made a party by reason of being or having been such director, officer or employee, except in relation to matters as to which he shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duty. The Corporation may also reimburse to any director, officer or employee the reasonable costs of settlement of any such action, suit or proceeding, if it shall be found by a majority of a committee composed of the directors not involved in the matter in controversy (whether or not a quorum) that it was to the interests of the Corporation that such settlement be made and that such director, officer or employee was not guilty of negligence or misconduct. Such rights of indemnification and reimbursement shall not be deemed exclusive of any other rights to which such director, officer or employee may be entitled under any by-laws, agreement, vote of shareholder, or otherwise.

EIGHT: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 5th day of February, 1960.


James H. Ridgely

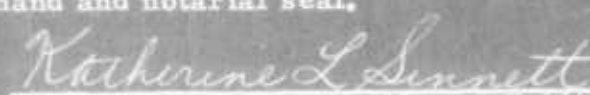

George H. Dowell


John D. Wright

STATE OF MARYLAND, CITY OF BALTIMORE, SS:

I HEREBY CERTIFY that on this 5th day of February, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the City of Baltimore aforesaid, personally appeared JAMES H. RIDGELY, GEORGE H. DOWELL and JOHN D. WRIGHT, and severally acknowledged that the foregoing Articles of Incorporation to be their act.

WITNESS my hand and notarial seal.


Katherine L. Sinnott - Notary Public
My commission expires May 1, 1961



ARTICLES OF INCORPORATION
OF
WHIRLWINGS, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation
of Maryland February 8, 1960 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 3163

Recorded in Liber 2174, folio 211, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 11.00

257

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Kautz
Director

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

APR 19 8 20 AM '60

LAND RECORDS SECTION
B. MERLIN SINGER
CLERK

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JOHN V. WAGGONER, INCORPORATED

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, John V. Waggoner, whose post office address is Downsville Boulevard, Route # 2, Hagerstown, Maryland, Hazel V. Waggoner, whose post office address is 121 Clearview Road, Hagerstown, Maryland, and Paul Ottinger, whose post office address is 42 Jonathan Street, Hagerstown, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is John V. Waggoner, Incorporated.

THIRD: The purposes for which the Corporation is formed are as follows:

To buy, own, sell and lease real estate and personal property, and to install and repair heating and air conditioning plants and apparatus in buildings, and to do a general plumbing business;

The buying, selling, distributing, and installing of oil burners and fuel storage tanks, and buying and selling oil fuel;

To manufacture, buy, sell, deal in, and to engage in, conduct, and carry on the business of manufacturing, buying, selling, and dealing in, goods, wares, and merchandise of every class and description;

To carry on the trade or business of engineers, smiths, machinists and manufacturers;

To carry on and conduct a general contracting business, including the designing, constructing, enlarging, repairing, remodeling or otherwise engaging in any work upon buildings or manufacturing plants; and to engage in sheet metal, iron, steel, wood, brick, concrete, stone, cement, masonry and earth construction, and to execute contracts or to receive assignments of contracts therefor, or relating thereto; also, to manufacture and furnish the building materials and supplies connected herewith;

To engage in the business of engineering, designing, manufacturing, buying, selling, leasing and distributing machinery, devices, products, materials and accessories used in construction work of all kinds.

FOURTH: The post office address of the principal office of the Corporation in this State is Downsville Boulevard, Route # 2, Hagerstown, Maryland. The name and post office address of the resident agent of the Corporation in this State are John V. Waggoner, Downsville Boulevard, Route # 2, Hagerstown, Maryland. Said resident agent is an individual actually residing in this State. 255

FIFTH: The total number of shares of stock which the Corporation has authority to issue is One Thousand (1,000) shares of the par value of One Hundred Dollars (\$100.00) a share, all of one class, and having an aggregate par value of One Hundred Thousand Dollars (\$100,000.00).

SIXTH: The number of directors of the Corporation shall be Three (3), which number may be increased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are John V. Waggoner, Hazel V. Waggoner and Paul Ottinger.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(1) The board of directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

(2) The board of directors of the Corporation is hereby empowered to authorize the issuance of One Hundred Ninety-eight full paid and non-assessable shares of the par value of One Hundred Dollars (\$100.00) a share for the following consideration, the value of which consideration is hereby stated to be not less than Nineteen Thousand Eight Hundred Dollars (\$19,800.00), namely: All of the stock, supplies, furniture, fixtures, equipment, machinery, motor vehicles, right to do business, licenses, franchises, accounts receivable, good will, and all other assets of John V. Waggoner, trading as the John V. Waggoner Company, located at Downsville Boulevard, Route # 2, Hagerstown, Maryland.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on February 8th, 1960.

John V. Waggoner
John V. Waggoner

Hazel V. Waggoner
Hazel V. Waggoner

WITNESS:

Joanne Snyder

Paul Ottinger
Paul Ottinger

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STATE OF MARYLAND, COUNTY OF WASHINGTON, to-wit:

I HEREBY CERTIFY that on February 8th, 1960, before me, the subscriber, a Notary Public of the State of Maryland in and for the County of Washington, personally appeared John V. Waggoner, Hazel V. Waggoner and Paul Ottinger and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and notarial seal, the day and year last above written.

Joanne Snyder
Joanne Snyder
Notary Public

My Commission Expires: 5/1/61



ARTICLES OF INCORPORATION
OF
JOHN V. WAGGONER, INCORPORATED

approved and received for record by the State Department of Assessments and Taxation
of Maryland February 9, 1960 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 3209

Recorded in Liber 2174, folio 556, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit

Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Bandy
Director

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

AUG 19 8 29 AM '60

LIBER FOLIO
LAND/C. MORTG./C/SAL/EE
G. MERLIN SNYDER
CLERK

ARTICLES OF INCORPORATION
OF
GRAY & PLANT BURGER CHEF INC.

THIS IS TO CERTIFY:

FIRST: That we, the undersigned, John H. Gray, whose post office address is Hagerstown, Maryland, Theodore Plant, Jr., whose post office address is Hagerstown, Maryland, and Edwin H. Miller, whose post office address is Second National Bank Building, Hagerstown, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators, with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is: "GRAY & PLANT BURGER CHEF INC."

THIRD: The purposes for which the Corporation is formed are as follows:

(a) To introduce, erect, operate, conduct, manage, maintain, and carry on a restaurant, cafe, and cabaret business; to buy, sell, lease, or otherwise dispose of, and to operate, conduct, furnish, equip, and manage restaurants, inns, eating houses, taverns, cabarets, cafes, or places of entertainment, and generally to do and perform everything necessary for carrying out the aforesaid purposes. To buy, or otherwise acquire, manufacture, market, prepare for market, sell, deal in, and deal with, import, and export food and food products of every class and description, fresh, canned, preserved, or otherwise, and to prepare and serve all food, beverages, alcoholic or nonalcoholic, and other preparations and refreshments of all kinds.

(b) To operate, conduct, establish, and maintain a business devoted to the sale of restaurant supplies and restaurant supply equipment, both wholesale and retail, and to engage in such other business in connection therewith, and in the sale of such other commodities as may be advantageous to the corporation.

(c) To establish, purchase, lease as lessee, or otherwise acquire, to own, operate, and maintain, and to sell, mortgage, lease as lessor, and otherwise dispose of retail stores or departments therein and to conduct a general merchandising business therein.

(d) To purchase, improve, develop, lease, exchange, sell, dispose of, and otherwise deal in and turn to account, real estate; to purchase, lease, build, construct, erect, occupy, and manage buildings of every kind and character whatsoever; to finance the purchase, improvement, development, and construction of land and buildings belonging to or to be acquired by this company, or any other person, firm, or corporation.

(e) To subscribe for, acquire, sell, hold, exchange and deal in shares of stock, bonds, obligations or securities of any public or private corporation, government or municipality, and have the express power to hold, purchase, or otherwise acquire, and to sell, assign, transfer, mortgage or otherwise dispose of absolutely or upon condition shares of the capital stock, bonds or other evidences of indebtedness created by any other corporation or corporations, and while the owner thereof to exercise all of the incidents of ownership.

(f) To apply for, acquire, hold, use, sell, mortgage, license, assign or otherwise dispose of Letters Patent of the United States or of any foreign country as well as acquire and dispose of licenses, privileges, inventions, improvements, processes and trademarks relating to or useful in connection with any business carried on by the Corporation.

(g) To carry on any other business in connection therewith which may seem to the Corporation to be calculated, directly or indirectly, to effectuate the aforesaid objects, or any of them, or to facilitate it in the transaction of its aforesaid business, or any part thereof, or in the transaction of any other business that may be calculated, directly or indirectly, to enhance the value of its property and rights, not contrary to the

Laws of the State of Maryland. The said Corporation shall enjoy and exercise all the powers and rights conveyed by Statute upon the Corporation, and the enumeration of the specific powers in these Articles of Incorporation are in furtherance of and not in limitation of the General Powers conferred by law.

FOURTH: The post office address of the principal office of the Corporation in this State is: No. 935 Pennsylvania Avenue, Hagerstown, Maryland. The name and post office address of the Resident Agent of the Corporation in this State is: Edwin H. Miller, No. 206 Second National Bank Building, Hagerstown, Maryland. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is five hundred (500) shares of the par value of One Hundred (\$100.00) Dollars per share, all of one class, and having an aggregate value of Fifty Thousand (\$50,000.00) Dollars.

SIXTH: The Corporation shall have at least four (4) and not more than six (6) directors, and John H. Gray, Frances M. Gray, Theodore Plant, Jr. and Beverly E. Plant shall act as such until the first annual meeting or until their successors are duly chosen and qualify.

SEVENTH: The management of the property, business and affairs of the Corporation shall be vested in the Board of Directors, who shall dictate its general business policy and, subject to any provisions of Statute or to the vote of its stockholders, determine all matters and questions pertaining to its business and affairs.

1. The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, and securities convertible into shares of any class of its stock, whether now or hereafter authorized, for such considerations as said Board of Directors may deem advisable, subject to such

limitations and restrictions, if any, as may be set forth in the by-laws of the corporation.

2. The Board of Directors shall have the power to fix the salaries of officers and employees, and although the directors may be also employees or officers of the company their vote shall be counted and the action just as binding on the corporation as if they were not directors or stockholders.

3. The Board of Directors shall have the power to mortgage the property of the Corporation from time to time without the approval of the stockholders, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the Corporation.

4. The Board of Directors shall from time to time determine whether, and to what extent, and at what times and places, and under what conditions and regulations, the accounts and books of the corporation, or any of them, shall be open to the inspection of the stockholders, and no stockholder shall have the right to inspect any account, book or document of the Corporation except as conferred by the Statutes of Maryland or as authorized by the Board of Directors or by a resolution of the stockholders.

5. The above granted powers to the corporation and to the Board of Directors thereof are in furtherance of and not in limitation of the general powers conferred by law upon the Directors of the Corporation.

6. The Board of Directors of the Corporation is hereby empowered to authorize the issuance of fifty-five (55) fully paid and nonassessable shares of the par value of One Hundred (\$100.00) Dollars each, to John H. Gray and Frances M. Gray, his wife, and fifty-five (55) fully paid and nonassessable shares of the par value of One Hundred (\$100.00) Dollars each, to Theodore Plant, Jr. and Beverly E. Plant, his wife, for the following consideration: All right, title and interest of the said parties in and to a store franchise agreement with Burger Chef Systems, Inc., real estate

sub-leased for operation of a Burger Chef store, and all other equipment and inventory of material used in the business. The actual value of the said consideration fixed by the incorporators is not less than Eleven Thousand (\$11,000.00) Dollars.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 10 day of February, A. D. 1960.

WITNESS:

John H. Gray (SEAL)
John H. Gray

Theodore Plant, Jr. (SEAL)
Theodore Plant, Jr.

Olive R. Shupp
OLIVE R. SHUPP


Edwin H. Miller (SEAL)
Edwin H. Miller

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 10th day of February, 1960, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared John H. Gray, Theodore Plant, Jr. and Edwin H. Miller, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal the day and year last above written.

Olive R. Shupp
Notary Public
OLIVE R. SHUPP



ARTICLES OF INCORPORATION
OF
GRAY & PLANT BURGER CHEF INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland February 15, 1960 at 10:28 o'clock A. M. as in conformity
with law and ordered recorded.

A 3232

Recorded in Liber 7175, folio 90, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles M. Rader
Director

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

Mar 19 1960 10 AM '60

LAND RECORDS SECTION
G. MESLIN SMYER
CLERK

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ARTICLES OF INCORPORATION
OF
HAGERSTOWN-WASHINGTON COUNTY
INDUSTRIAL FOUNDATION, INC.

THIS IS TO CERTIFY:

FIRST: That we, the undersigned subscribers, whose post office addresses are set out after our names, Patricia Lee Rensch, 22 South Colonial Drive, Hagerstown, Maryland; Shelby Cline Crawford, Route 1, Fairplay, Maryland; Betty Troxell Baker, Route 3, Hagerstown, Maryland, all being at least twenty-one (21) years of age do, under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is:

HAGERSTOWN-WASHINGTON COUNTY INDUSTRIAL FOUNDATION, INC.

THIRD: The purposes for which the corporation is formed are as follows:

A. To secure new industries for Hagerstown and Washington County, Maryland, by purchasing, erecting, leasing, mortgaging, selling, renovating, repairing and improving land and buildings, or any interest therein suitable for industrial purposes, in order to promote the growth and expansion of the industries established in Hagerstown and Washington County, Maryland; and to assist in the establishment of new industries in Hagerstown and Washington County; and in general, to work for the development of more industrial employment opportunities and payrolls; and to acquire and hold the necessary property both real and

personal of every kind and description to be used in furthering the purposes of the organization, and for the doing of all acts incidental to the accomplishment of said purposes; to cooperate with the Hagerstown Chamber of Commerce, Inc., the Washington County Area Development Commission and other organizations who are now or in the future might be properly engaged in the industrial development of Washington County, Maryland.

B. To organize and operate a civic league or organization exclusively for the promotion of social welfare for the common good and the general welfare of the City of Hagerstown and of Washington County.

C. To organize and operate a business league by bringing together members of an association of persons having a common business interest in all of the business conditions of Hagerstown and Washington County, the purpose of which is to promote such common interest and not to engage in a regular business of a kind ordinarily carried on for a profit.

D. To organize and operate an association exclusively for civic improvement, no part of the net earnings or profits of which are to inure to the benefit of any member, shareholder or any other individual.

E. The foregoing enumeration of the purposes, objects and business of the corporation is made in furtherance and not in limitation, of the powers conferred upon the corporation by law and is not intended, by the mention of any particular purpose, object or business, in any manner, to limit or restrict the familiarity of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the corporation. The corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all

particulars to the limitations relative to corporations which are contained in the general laws of the State of Maryland.

FOURTH: The post office address of the principal office of the corporation in this State is 92 West Washington Street, Hagerstown, Maryland. The resident agent of the corporation is David W. Byron, whose post office address is Hagerstown Trust Building, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The corporation is not authorized to issue any capital stock. Members shall be elected, may resign or be removed, vacancies may be filled and additional members elected as provided in the By-Laws, which may prescribe different classes of members, the membership dues and prescribe the powers and duties of each class, including the right to vote for directors.

SIXTH: The number of directors of the corporation shall be not less than five (5), which number may be increased pursuant to the By-Laws of the corporation, but shall never be less than five (5); and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are:

J. H. Carmichael

William Preston Lane, Jr.

Ellsworth R. Roulette

D. E. Stultz

Richard Grumbacher

SEVENTH: A. The management and control of the corporation shall be vested in the Board of Directors who shall dictate its general business policy and, subject to any provisions of statute, determine all matters and questions pertaining to its

business and affairs.

B. The members of the Board shall be elected, may resign or be removed, vacancies may be filled and additional members elected as provided in the By-Laws.

C. The above granted powers to the corporation and the Board of Directors thereof are in furtherance of and not in limitation of the powers conferred by law upon the directors of the corporation.

EIGHTH: The duration of the corporation shall be perpetual.

NINTH: The corporation may enter into contracts or transact business with one or more of its directors or with any firm of which one or more of its directors are members, or with any corporation or association in which one or more of its directors are stockholders, directors or officers, and such contract or transaction shall not be invalidated or in anywise affected by the fact.

IN WITNESS WHEREOF, we have signed this Certificate of Incorporation on this 17th day of February, 1960.

WITNESS:

Beulah E. Sherman

Patricia Lee Rensch (SEAL)
Patricia Lee Rensch

Shelby Cline Crawford (SEAL)
Shelby Cline Crawford

Betty Troxell Baker (SEAL)
Betty Troxell Baker

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 17th day of February, A.D., 1960, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Patricia Lee Rensch, Shelby Cline Crawford and Betty Troxell Baker, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Official Notarial Seal.



Exp. 5/1/61

Beulah E. Sherman
Notary Public

ARTICLES OF INCORPORATION

OF

HAGERSTOWN-WASHINGTON COUNTY INDUSTRIAL FOUNDATION, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland February 29, 1960 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 3398

Recorded in Liber 776, folio 257, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles M. Brady
Director

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

MAR 19 8 30 AM '60

ANDREW J. BROWN, JR.
CLERK

ARTICLES OF INCORPORATION

OF

MAUCK'S PLUMBING & HEATING, INC.

THIS IS TO CERTIFY:-

FIRST: That we, the subscribers, Lloyd E. Mauck, whose postoffice address is R. F. D. # 6, Hagerstown, Maryland, Nevin E. Mauck, whose postoffice address is Maugansville, Maryland, and Martha R. Mauck, whose postoffice address is R. F. D. # 6, Hagerstown, Maryland, all being of full legal age, have, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associated ourselves with the intention of forming a corporation.

SECOND: That the name of the corporation (which is hereinafter called the Corporation) is

MAUCK'S PLUMBING & HEATING, INC.

THIRD: The purpose for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:-

(a) To operate and maintain a general plumbing and heating business and in so doing to purchase, sell, install, repair and otherwise deal in and with plumbing fixtures, water systems, heating plants and equipment of every kind and character.

(b) To engage in and carry on the business of importing, exporting, manufacturing, producing, buying, selling and otherwise dealing in and with goods, wares, and merchandise of every class and description.

(c) To engage in and carry on any other business which may conveniently be conducted in conjunction with any of the business of the Corporation.

(d) To purchase, lease, hire or otherwise acquire, hold, own, develop, improve and dispose of, and to aid and subscribe toward the acquisition, development or improvement of real and personal property and rights and privileges therein, suitable or convenient for any of the business of the Corporation.

(e) To acquire all or any part of the good-will, rights, property and business of any person, firm, association or corporation heretofore or

hereafter engaged in any business similar to any business which the Corporation has the power to conduct, and to hold, utilize, enjoy and in any manner dispose of, the whole or any part of the rights, property and business so acquired, and to assume in connection therewith any liabilities of any such person, firm, association or corporation.

(f) In general to carry on any lawful business and to have and exercise all powers conferred by the General Laws of the State of Maryland upon corporations formed thereunder and to exercise and enjoy all powers, rights, privileges granted to or conferred upon corporations of this character by said General Laws now or hereafter in force; the enumeration of certain powers as herein specified not being intended to exclude any such other powers, rights and privileges.

FOURTH: The postoffice address of the place at which the principal office of the Corporation in this State will be located is R. F. D. # 6, City of Hagerstown, Washington County, Maryland. The resident agent of the Corporation is Lloyd E. Mauck, whose postoffice address is R. F. D. # 6, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have four (4) directors, and Lloyd E. Mauck, Nevin E. Mauck, Martha R. Mauck and Dolores J. Mauck shall act as such until the first annual meeting or until their successors are duly chosen and qualified. The directors may be classified and the number thereof may be changed in such lawful manner as the by-laws from time to time may provide.

SIXTH: The total amount of authorized capital stock of the Corporation is ONE HUNDRED THOUSAND (\$100,000.00) DOLLARS, divided into ONE THOUSAND (1,000) SHARES of the par value of ONE HUNDRED (\$100.00) DOLLARS each, and the said capital stock is to be known as Common Capital Stock.

SEVENTH: The Board of Directors of the Corporation is hereby empowered to authorize the issuance of TWO HUNDRED (200) fully paid and non-assessable shares of the par value of ONE HUNDRED (\$100.00) DOLLARS each of the Common Capital Stock of the Corporation to Lloyd E. Mauck and Nevin E. Mauck, partners, trading as Mauck Plumbing & heating, for the following consideration:-

All of the personal property and assets, as an entirety, owned by the said Lloyd E. Mauck and Nevin E. Mauck, partners, trading as Mauck Plumbing & Heating, including all equipment, fixtures and supplies situated in or near the village of Maugansville, in the County of Washington, State of Maryland, where the said Lloyd E. Mauck and Nevin E. Mauck, partners, trading as Mauck Plumbing & Heating, now conduct a general plumbing and heating business under the trade-name of Mauck Plumbing & Heating, and including also their good-will and all accounts receivable and cash; the Corporation to pay or assume the payment of all the debts and liabilities of said business as shown by the books kept in connection therewith on the day that title to said personal property and assets is acquired by the Corporation.

The actual value of said consideration hereby fixed by the incorporators is not less than TWENTY THOUSAND (\$20,000.00) DOLLARS.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 15th day of January, 1960.

Lloyd E. Mauck
Lloyd E. Mauck

Nevin E. Mauck
Nevin E. Mauck

Martha R. Mauck
Martha R. Mauck

ATTEST:

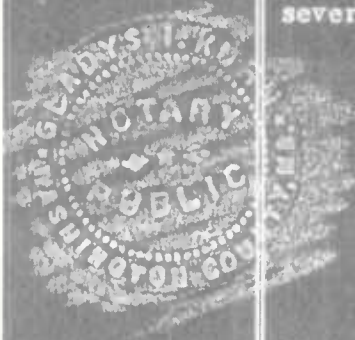
Gladys J. Kuhn

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:-

I HEREBY CERTIFY, that on this 15th day of January, 1960, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Lloyd E. Mauck, Nevin E. Mauck and Martha R. Mauck, and severally acknowledged the foregoing Articles of Incorporation to be their act.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my Official Notarial Seal the day and year last above mentioned.

Gladys J. Kuhn
Notary Public.



ARTICLES OF INCORPORATION
OF
MAUCK'S PLUMBING & HEATING, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland January 19, 1960 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 2851

Recorded in Liber *7171*, folio *47*, one of the Charter Records of the State Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles A. Kutz Director

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

Aug 19 8 34 AM '89

Recorded September 2, 1960 at 2:05 P.M. Liber 9

ARTICLES OF INCORPORATION
OF
TURNER DEVELOPMENT CO., INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Franklin R. Turner, whose post office address is 140 West Washington Street, Hagerstown, Maryland; Janet L. Shryock, whose post office address is 169 Summit Avenue, Hagerstown, Maryland; and, Ernest V. Wachs, whose post office address is 116 West Washington Street, Hagerstown, Maryland, all being at least twenty-one (21) years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is TURNER DEVELOPMENT CO., INC.

THIRD: The purposes for which the Corporation is formed are as follows:

(a) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.

(b) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises

or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

(c) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(d) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation or association.

(e) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted

by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(f) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(k) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein

expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is 140 West Washington Street, Hagerstown, Maryland. The resident agent of the corporation is Franklin R. Turner, whose post office address is 140 West Washington Street, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock of all classes which the Corporation has authority to issue is Ten Thousand shares (10,000) of the par value of Ten Dollars (\$10.00) each, all of which shares are of one (1) class and are designated Common Stock. The aggregate value of all shares having par value is One Hundred Thousand Dollars (\$100,000.00).

SIXTH: The Corporation shall have three (3) directors and Franklin R. Turner, Janet L. Shryock and Ernest V. Wachs shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of any class, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(c) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and if any, what part, of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(d) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

(e) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time, existing to the exclusion of holders of any or all other classes at the time existing.

(f) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter.

(g) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by

law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

(h) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation this 29th day of February, A.D., 1960.

WITNESS:

Franklin R. Turner (SEAL)
Franklin R. Turner

Janet L. Shryock (SEAL)
Janet L. Shryock

Ernest V. Wachs (SEAL)
Ernest V. Wachs

Norma Jean Mose
Norma Jean Mose

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:-

I HEREBY CERTIFY, That on this 29th day of February, A.D., 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Franklin R. Turner, Janet L. Shryock and Ernest V. Wachs, and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my official Notarial Seal the day and year last above written.



Norma Jean Mose
Norma Jean Mose
Notary Public
My Commission Expires:
May 1, 1961

ARTICLES OF INCORPORATION

OF

TURNER DEVELOPMENT CO., INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
SEP 2 12 05 PM '60
FOLIO
LAND RECORDS/SALES
C. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland March 2, 1960 at 9:00 o'clock A.M. as in conformity
with law and ordered recorded.

A 3503

Recorded in Liber 7178, folio 23, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 14.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Banta
Director

Recorded September 2, 1960 at 12:05 P.M. Liber 9

ARTICLES OF INCORPORATION

OF

HOMPARTS, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, R. Landis Coffman, whose post office address is 903 Hamilton Boulevard, Hagerstown, Maryland, Catherine M. Coffman, whose post office address is 903 Hamilton Boulevard, Hagerstown, Maryland, and John M. Colton, whose post office address is 111 West Washington Street, Hagerstown, Maryland, all being at least twenty-one years of age, do, under and by virtue of the General Laws of the State of Maryland, authorizing the formation of Corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these Articles.

SECOND: The name of the Corporation (which is hereinafter called the "Corporation") is:

HOMPARTS, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

1. To engage in the business of manufacturing, buying, selling and distributing pre-fabricated and other materials, products, and parts to be used in the erection and construction of houses, and to supply all services in connection with the same, and to build and repair houses and other structures, and to conduct a mercantile business at wholesale or retail, in connection with said operations, all of the foregoing within Washington County, State of Maryland, and at such other place or places as may be determined upon by the Board of

Directors of this Corporation, and to do and transact such other business, subject to the Laws of this or any other State or Country, that may be calculated to promote the interests of the Corporation.

2. To manufacture, purchase, or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.

3. To purchase, lease, or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.

4. To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

5. To purchase, lease or otherwise acquire, all or any part of the property, rights, business, contracts, good-will, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

6. To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account the same.

7. To purchase or otherwise acquire, hold and re-issue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidence of indebtedness issued or created by, any other corporation or association organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers, and privileges of ownership; including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

8. To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of

the principal and interest, or either, of any bonds, debentures, notes, securities or other evidence of indebtedness created or issued by any such other corporation or association.

9. To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payments thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate business.

10. To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

11. To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies, in any or all states,

territories, districts, colonies and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject to all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this state is 449 North Prospect Street, Hagerstown, Maryland. The resident agent of the Corporation is R. Landis Coffman, whose post office address is 903 Hamilton Boulevard, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the corporation has authority to issue is 5000 shares, without par value, all of which shares are of one class, and are designated common stock.

SIXTH: The Corporation shall have three directors and R. Landis Coffman, Catherine M. Coffman, and Judy Ann Coffman shall act as such until the first annual meeting, or until their successors are duly chosen and qualify. The number of Directors may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

1. The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of any class, for such consideration as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

2. No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

3. The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and, if any, what part, of the surplus of the Corporation, or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of its bonds or other evidence of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

4. The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classifications, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

5. No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board

of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

6. Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter.

7. The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, classify or reclassify any unissued shares of stocks, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

8. The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred

by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 26th day of February , A.D., 1960.

R. Landis Coffman (SEAL)
R. Landis Coffman

Catherine M. Coffman (SEAL)
Catherine M. Coffman

John M. Colton (SEAL)
John M. Colton

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 26th day of February A.D., 1960, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared R. Landis Coffman, Catherine M. Coffman and John M. Colton, and severally acknowledged the foregoing Articles of Incorporation to be their respective acts.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my Notarial Seal.

E. R. Stephens
Notary Public

My commission expires:
May 1, 1961

Recorded September 2, 1960 at 12:05 P.M. Liber 9
STOCK ISSUANCE STATEMENT

M. S. JOHNSTON CO., INC.

THIS IS TO CERTIFY:

Washington Co

First: That the articles of incorporation or charter of M. S. Johnston Co., Inc. authorizes said corporation to issue 2000 shares of the par value of \$100.00 each of the aggregate par value \$200,000.00 and further authorizes the Board of Directors to authorize and empower the issuance from time to time of shares of stock, of any class, whether now or hereafter authorized or securities convertible into the shares of its stock of any class, whether now or hereafter authorized, for such consideration as said Board of Directors may deem advisable.

Second: That no shares of the stock of said corporation have heretofore been issued and no such shares are now outstanding.

Third: That at a meeting of the Board of Directors, duly called and held on February 25, 1960, said Board of Directors authorized the issuance to Maurice S. Johnston of 1,170 shares of the authorized stock of said corporation upon the transfer to said corporation by said Maurice S. Johnston of trucks and motor vehicles, tools and equipment, inventory, open accounts and all prepaid items pertaining to the present business conducted by said Maurice S. Johnston known as M. S. Johnston Refrigeration Service, the corporation to assume and to pay all accounts payable of said M. S. Johnston Refrigeration Service and said transfer to take place as of the close of business on February 29, 1960, said resolution further stating that in the opinion of the Board of Directors the actual net value of said consideration to be received for said shares of stock as determined by said Board of Directors amounted to not less than the sum of \$117,000.00.

IN WITNESS WHEREOF, said corporation has caused this Stock Issuance Statement to be duly signed by its President and its corporate seal to be affixed attested by the Secretary thereof.

Attest as to Corp. Seal

M. S. JOHNSTON CO., INC.

BY

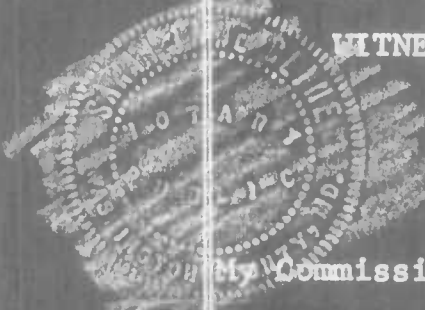
Mary J. Johnston
Secretary

Maurice S. Johnston
President

STATE OF MARYLAND, WASHINGTON COUNTY, To-Wit:-

I HEREBY CERTIFY, That on this 7th day of March ,
A. D., 1960, before me, the subscriber, a Notary Public in and
for the State and County aforesaid, personally appeared Mary I.
Johnston who made oath in due form of law that she is Secretary
of M. S. Johnston Co., Inc. as well as one of the Directors thereof
and who further made oath in due form of law that the matters and
facts set forth in the foregoing Stock Issuance Statement with
respect to authorization and approval of the issue of said shares
and all other facts therein stated are true to the best of her
knowledge and belief.

WITNESS my hand and official Notarial Seal.


Sarah Jane Cline
Sarah Jane Cline
Notary Public

My Commission Expires: May 1, 1961.

STOCK ISSUANCE STATEMENT

OF

M. S. JOHNSTON CO., INC.

STATE OF MD. COUNTY
WASHINGTON
RECEIVED FOR RECORD

SEP 2 12 05 PM '60

LIBER
LAW OFFICE OF
G. MENDELSON
CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland March 16, 1960 at 9:00 o'clock A.M. as in conformity
with law and ordered recorded.

A 3693

Recorded in Liber 7179, folio 485, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles M. Bartlett
Director

Recorded September 2, 1960 at 12:05 P.M. Liber 9

ARTICLES OF INCORPORATION

OF

LONG MEADOW BOWL, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Franklin R. Turner, whose post office address is 140 West Washington Street, Hagerstown, Maryland; Janet L. Shryock, whose post office address is 169 Summit Avenue, Hagerstown, Maryland; and, Ernest V. Wachs, whose post office address is 116 West Washington Street, Hagerstown, Maryland, all being at least twenty-one (21) years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is LONG MEADOW BOWL, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

(a) To hold, own, lease, manage, operate, handle, supervise or deal in bowling alleys, cafeterias, lunch rooms, soda fountains, soft drinks, alcoholic beverages establishments and all incidentals connected therewith or in anywise related thereto.

(b) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.

(c) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.

(d) To carry on and transact, for itself or for account of others, the business of general merchants, general

brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

(e) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

(f) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(g) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares

of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(h) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation or association.

(i) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(j) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses.

or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(k) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is 140 West Washington Street, Hagerstown, Maryland. The resident agent of the corporation is Franklin R. Turner, whose post office address is 140 West Washington Street, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock of all classes which the Corporation has authority to issue is Ten Thousand shares (10,000) of the par value of Ten Dollars (\$10.00) each, all of which shares are of one (1) class and are designated Common Stock. The aggregate value of all shares having par value is One Hundred Thousand Dollars (\$100,000.00).

SIXTH: The Corporation shall have three (3) directors and Franklin R. Turner, Janet L. Shryock and Ernest V. Wachs shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of any class, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the By-laws of the Corporation.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such

director or officer of such other corporation or not so interested.

(c) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and if any, what part, of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(d) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification, or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

(e) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for

subscription to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time, existing to the exclusion of holders of any or all other classes at the time existing.

(f) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter.

(g) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

(h) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, We have signed these Articles
of Incorporation this 29th day of February, A.D., 1960.

Franklin R. Turner (SEAL)
Franklin R. Turner

WITNESS:

Janet L. Shryock (SEAL)
Janet L. Shryock

Ernest V. Wachs (SEAL)
Ernest V. Wachs

Norma Jean Mose
Norma Jean Mose

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:-

I HEREBY CERTIFY, That on this 29th day of February, A.D., 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Franklin R. Turner, Janet L. Shryock and Ernest V. Wachs, and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my official Notarial Seal the day and year last above written.



Norma Jean Mose
Norma Jean Mose
Notary Public
My Commission Expires:-
May 1, 1961

ARTICLES OF INCORPORATION
OF
LONG MEADOW BOWL, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

SEP 2 12 03 PM '60

1960
SEP 2 12 03 PM '60
C. H. HARRIS

approved and received for record by the State Department of Assessments and Taxation
of Maryland March 2, 1960 at 9:00 o'clock A.M. as in conformity
with law and ordered recorded.

A 3499

Recorded in Liber 2177, folio 615, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 16.00

To the clerk of the Circuit

Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Bantjes
Director

Recorded September 2, 1960 at 12:05 P.M. Liber 9

ARTICLES OF INCORPORATION

OF

TURNER LANES, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Franklin R. Turner, whose post office address is 140 West Washington Street, Hagerstown, Maryland; Janet L. Shryock, whose post office address is 169 Summit Avenue, Hagerstown, Maryland; and, Ernest V. Wachs, whose post office address is 116 West Washington Street, Hagerstown, Maryland, all being at least twenty-one (21) years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is TURNER LANES, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

(a) To hold, own, lease, manage, operate, handle, supervise or deal in bowling alleys, cafeterias, lunch rooms, soda fountains, soft drinks, alcoholic beverages, establishments and all incidentals connected therewith or in anywise related thereto.

(b) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.

(c) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.

(d) To carry on and transact, for itself or for account of others, the business of general merchants, general

brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

(e) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

(f) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(g) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock,

voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(h) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation or association.

(i) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(j) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to

effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(k) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is 140 West Washington Street, Hagerstown, Maryland. The resident agent of the corporation is Franklin R. Turner, whose post office address is 140 West Washington Street, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock of all classes which the Corporation has authority to issue is Ten Thousand shares (10,000) of the par value of Ten Dollars (\$10.00) each, all of which shares are of one (1) class and are designated Common

Stock. The aggregate value of all shares having par value is One Hundred Thousand Dollars (\$100,000.00).

SIXTH: The Corporation shall have three (3) directors and Franklin R. Turner, Janet L. Shryock and Ernest V. Wachs shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of any class, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of

this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(c) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and if any, what part, of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(d) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

(e) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors

in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time, existing to the exclusion of holders of any or all other classes at the time existing.

(f) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter.

(g) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of, redemption of, and the conversion rights of, such shares.

(h) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, We have signed these Articles of
Incorporation this 29th day of February, A.D., 1960.

Franklin R. Turner (SEAL)
Franklin R. Turner

WITNESS:

Janet L. Shryock (SEAL)
Janet L. Shryock

Ernest V. Wachs (SEAL)
Ernest V. Wachs

Norma Jean Mose
Norma Jean Mose

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:-

I HEREBY CERTIFY, That on this 29th day of February,
A.D., 1960, before me, the subscriber, a Notary Public of the State
of Maryland, in and for Washington County, personally appeared
Franklin R. Turner, Janet L. Shryock and Ernest V. Wachs, and
severally acknowledged the foregoing Articles of Incorporation to
be their respective act.

IN WITNESS WHEREOF, I have hereunto subscribed my name
and affixed my official Notarial Seal the day and year last above
written.



Norma Jean Mose
Norma Jean Mose
Notary Public
My Commission Expires:-
May 1, 1961

ARTICLES OF INCORPORATION

OF

TURNER LANES, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

SEP 2 12 05 PM '60

LIBER FOLIO
LAND RECORDS
C. MERLIN SINGER
CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland March 2, 1960 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 3504

Recorded in Liber 2178, folio 31, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 16.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Bantjes
Director

Recorded September 2, 1960 at 9:06 P.M. Liber 19

ARTICLES OF INCORPORATION

OF

TURNER EQUIPMENT CO., INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Franklin R. Turner, whose post office address is 140 West Washington Street, Hagerstown, Maryland; Janet L. Shryock, whose post office address is 169 Summit Avenue, Hagerstown, Maryland; and, Ernest V. Wachs, whose post office address is 116 West Washington Street, Hagerstown, Maryland, all being at least twenty-one (21) years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is TURNER EQUIPMENT CO., INC.

THIRD: The purposes for which the Corporation is formed are as follows:

(a) To hold, own, lease, manage, operate, repair, service and maintain bowling alleys, bowling balls and pins, pin setters and other bowling equipment.

(b) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.

(c) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.

(d) To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of,

dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

(e) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent) carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

(f) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(g) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences or indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations,

to possess and exercise in respect thereof any and all the rights, powers and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(h) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation or association.

(i) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(j) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to

effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(k) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the General Laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is 140 West Washington Street, Hagerstown, Maryland. The resident agent of the corporation is Franklin R. Turner, whose post office address is 140 West Washington Street, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock of all classes which the Corporation has authority to issue is Ten Thousand shares (10,000) of the par value of Ten Dollars (\$10.00) each, all of which shares are of one (1) class and are designated

Common Stock. The aggregate value of all shares having par value is One Hundred Thousand Dollars (\$100,000.00).

SIXTH: The Corporation shall have three (3) directors and Franklin R. Turner, Janet L. Shryock and Ernest V. Wachs shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of any class, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the

existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(c) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and if any, what part, of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(d) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

(e) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any thereof other than such, if any, as the Board of Directors

in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time, existing to the exclusion of holders of any or all other classes at the time existing.

(f) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter.

(g) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

(h) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, We have signed these Articles of
Incorporation this 29th day of February, A.D., 1960.

Franklin R. Turner (SEAL)
Franklin R. Turner

WITNESS:

Janet L. Shryock (SEAL)
Janet L. Shryock

Ernest V. Wachs (SEAL)
Ernest V. Wachs

Norma Jean Mose
Norma Jean Mose

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:-

I HEREBY CERTIFY, That on this 29th day of February, A.D., 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Franklin R. Turner, Janet L. Shryock and Ernest V. Wachs, and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my official Notarial Seal the day and year last above written.



Norma Jean Mose
Norma Jean Mose
Notary Public
My Commission Expires:-
May 1, 1961

ARTICLES OF INCORPORATION
OF
TURNER EQUIPMENT CO., INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

SEP 2 12 05 PM '60

LIBR. FOLD
LAND/C/MORTG/SALES
C. MERRIN STYDER

approved and received for record by the State Department of Assessments and Taxation
of Maryland March 2, 1960 at 9:00 o'clock A.M. as in conformity
with law and ordered recorded.

A 3502

Recorded in Liber 2178, folio 14, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 16.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Boutwell
Director

Recorded September 2, 1960 at 12:06 P.M. Liber 9

ARTICLES OF INCORPORATION

OF

VALLEY BABE RUTH LEAGUE, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Malcolm J. Webber, whose post office address is Chewsville, Maryland; Ralph C. Nowell, whose address is 1965 Jefferson Boulevard, Hagerstown, Maryland; and, W. Reid Lowe, whose address is 203 Wesley Drive, Hagerstown, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is VALLEY BABE RUTH LEAGUE, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

To organize and operate an association exclusively for educational and recreational purposes, no part of the net earnings of which is to inure to the benefit of any member, shareholder or other individual.

For the general purposes aforesaid, and limited to those purposes, the Corporation shall have the following powers and purposes:

(a) To provide wholesome, amateur baseball competition for boys in the 13, 14 and 15 year old age group; to promote what is for the good of youth and to inculcate in our youth a genuine respect for accepted American traditions of sportmanship,

firm moral ideals and a thorough understanding-in-action of the spirit of our democracy, so that they may develop into good, useful respected citizens; to purchase, or lease, and to maintain and operate buildings, playing fields or other structures as incidental to the above purposes, and to sell, lease, mortgage or otherwise dispose of the same.

FOURTH: The post office address of the principal office of the Corporation in this State is Chewsville, Maryland. The resident agent of the Corporation is Malcolm J. Webber, whose

post office address is Chewsville, Maryland. Said resident agent is a citizens of the State of Maryland and actually resides therein.

FIFTH: The Corporation is not authorized to issue any capital stock. The following shall be the first members of the Corporation: Malcolm J. Webber, Ralph C. Nowell and W. Reid Lowe. Members may resign or be removed, vacancies may be filled and additional members elected, as provided in the By-Laws, which may prescribe different classes of members and prescribe the powers and duties of each class.

SIXTH: The number of directors of the Corporation shall be three (3) which number may be increased or decreased pursuant to the By-Laws of the Corporation but shall never be less than three (3); and the names of the directors who shall act until the first annual meeting or until their successors are chosen and duly qualified are: Malcolm J. Webber, Ralph C. Nowell and W. Reid Lowe.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on March 1, 1960.

WITNESS AS TO ALL
SIGNATURES:

Norma Jean Mose
Norma Jean Mose

Malcolm J. Webber
Malcolm J. Webber
Ralph C. Nowell
Ralph C. Nowell
W. Reid Lowe
W. Reid Lowe

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:-

I HEREBY CERTIFY, This 7th day of A.D., 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Malcolm J. Webber, Ralph C. Nowell and W. Reid Lowe and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Notarial Seal the day and date last above written.



Norma Jean Mose
Norma Jean Mose
Notary Public
My Commission Expires:
May 1, 1961

ARTICLES OF INCORPORATION

OF

VALLEY BABE RUTH LEAGUE, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

SEP 2 12 05 PM '60

LIBER FOLIO
LAND RECORDS
G. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation

of Maryland March 9, 1960 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 3578

Recorded in Liber *F-178*, folio *441*, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.


Director

Recorded September 2, 1960 at 12:06 P.M. Liber 9

ARTICLES OF INCORPORATION

OF

GRO-ALL, INCORPORATED

THIS IS TO CERTIFY:-

FIRST: That we, the subscribers, Franklin M. Thomas, Sr., whose postoffice address is 1003 The Terrace, Hagerstown, Maryland, Franklin M. Thomas, Jr., whose postoffice address is 835 Greenbriar Road, Hagerstown, Maryland, and Frank S. Schwartz, whose postoffice address is 1014 Hamilton Boulevard, Hagerstown, Maryland, all being of full legal age, have, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associated ourselves with the intention of forming a corporation.

SECOND: That the name of the corporation (which is hereinafter called the Corporation) is

GRO-ALL, INCORPORATED.

THIRD: The purpose for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:-

(a) To consult and advise on all matters pertaining to the manufacture, development, purchase, promotion, use, maintenance and sale of chemicals, commercial fertilizer, insecticides and any and all allied products of the same now known or hereafter discovered.

(b) To manufacture, produce, prepare, mix, heat, treat, analyze, test, compound, buy and sell, either at wholesale, or retail, or both, vend, import, export, and in any and all ways to market, handle, distribute, and generally and without limit to trade, deal in and traffic in and with any and all kinds of fertilizers, organic or inorganic, bone dust, cottonseed meal, blood, fish scrap, plant foods and plant cultivators, nitrogen, alkalies, phosphates, acids and chemicals of every kind, nature and description, including calcium potassium phosphate, alkaline and acid chemical products and by-products, sodium phosphate products and by-products, nitrogenous products and by-products, potassium products and by-products, insecticides, insect repellents, germicides, deodorants, salts, sprays, phosphoric acid and potash, and other and all compounds,

articles and things allied thereto or in any way connected therewith.

(c) In connection with the foregoing business, or any part thereof, to trade, deal and traffic in and with all agricultural machines, machinery and spraying apparatus, derricks, hoisting machines and machinery, and other implements, tools, machines, machinery, devices, materials, supplies, equipment and things incidental to all the foregoing articles and products, or to their manufacture, use and maintenance, or useful in connection with any business of the corporation.

(d) To construct, buy, sell, lease, license, exchange, transfer, use, maintain and operate laboratories and laboratory facilities of all kinds; to carry on and make tests, experiments, analyses and research work and to perform analytical, experimental and research services of all kinds whether of a scientific nature or otherwise, and to do any and all acts and transact any and all business which shall or may be or become incidental to or arise out of or be connected with such business, or any part thereof.

(e) To construct, acquire by lease or otherwise maintain and operate plants, laboratories, stores, dispensaries, factories, warehouses and any and all other facilities, necessary to successfully carry on the business of the corporation.

(f) To manufacture, purchase or otherwise acquire, invest in, own, mortgage, pledge, sell, assign and transfer or otherwise dispose of, trade, deal in and deal with goods, wares and merchandise and personal property of every class and description.

(g) To acquire, and pay for in cash, stock or bonds of this corporation or otherwise, the good-will, rights, assets and property, and to undertake or assume the whole or any part of the obligations or liabilities of any person, firm, association or corporation.

(h) To acquire, hold, use, sell, assign, lease, grant licenses in respect of, mortgage or otherwise dispose of letters patent of the United States or any foreign country, patent rights, licenses and privileges, inventions, improvements and processes, copyrights, trade-marks and trade-names, relating to or useful in connection with any business of this corporation.

(i) To acquire by purchase, subscription or otherwise, and to receive, hold, own, guarantee, sell, assign, exchange, transfer, mortgage, pledge or otherwise dispose of or deal in and with any of the shares of the capital stock, or any voting trust certificates in respect of the shares of capital stock, scrip, warrants, rights, bonds, debentures, notes, trust receipts, and other securities, obligations, choses in action and evidences of indebtedness or interest issued or created by any corporations, joint stock companies, syndicates, associations, firms, trust or persons, public or private, or by the government of the United States of America, or by any foreign government, or by any state, territory, province, municipality or other political subdivision or by any governmental agency, and as owner thereof to possess and exercise all the rights, powers and privileges of ownership, including the right to execute consents and vote thereon, and to do any and all acts and things necessary or advisable for the preservation, protection, improvement and enhancement in value thereof.

(j) To enter into, make and perform contracts of every kind and description with any person, firm, association, corporation, municipality, county, state, body politic or government or colony or dependency thereof.

(k) To borrow or raise moneys for any of the purposes of the corporation and, from time to time without limit as to amount, to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable instruments and evidences of indebtedness, and to secure the payment of any thereof and of the interest thereon by mortgage upon or pledge, conveyance or assignment in trust of the whole or any part of the property of the corporation, whether at the time owned or thereafter acquired, and to sell, pledge or otherwise dispose of such bonds or other obligations of the corporation for its corporate purposes.

(l) To lend to any person, firm or corporation any of its surplus funds, either with or without security.

(m) To purchase, hold, sell and transfer the shares of its own capital stock; provided it shall not use its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of

its capital except as otherwise permitted by law, and provided further that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly.

(n) To have one or more offices to carry on all or any of its operations and business and without restriction or limit as to amount to purchase or otherwise acquire, hold, own, mortgage, sell, convey or otherwise dispose of, real and personal property of every class and description in any of the states, districts, territories or colonies of the United States, and in any and all foreign countries, subject to the laws of such state, district, territory, colony or country.

(o) In general, to carry on any other business in connection with the foregoing, and to have and exercise all the powers conferred by the laws of Maryland upon corporations formed under the General Corporation Law of the State of Maryland, and to do any or all of the things hereinbefore set forth to the same extent as natural persons might or could do.

(p) The objects and purposes specified in the foregoing clauses shall, except where otherwise expressed, be in nowise limited or restricted by reference to, or inference from, the terms of any other clause in these articles of incorporation, but the objects and purposes specified in each of the foregoing clauses of this article shall be regarded as independent objects and purposes.

FOURTH: The postoffice address of the place at which the principal office of the Corporation in this State will be located is 49 North Jonathan Street, Hagerstown, Washington County, Maryland. The resident agent of the Corporation is Franklin M. Thomas, Sr., whose postoffice address is 1003 The Terrace, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have five (5) directors, and Franklin M. Thomas, Sr., Franklin M. Thomas, Jr., M. C. Morton, Frank S. Schwartz and Robert Troxell shall act as such until the first annual meeting or until their successors are duly chosen and qualified. The directors may be classified and

the number thereof may be changed in such lawful manner as the by-laws from time to time may provide.

SIXTH: The total amount of authorized capital stock of the Corporation is ONE HUNDRED THOUSAND (\$100,000.00) DOLLARS, divided into TEN THOUSAND (10,000) SHARES of the par value of TEN (\$10.00) DOLLARS each, and the said capital stock is to be known as Common Capital Stock.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 10th day of March, 1960.

Franklin M. Thomas, Sr.
Franklin M. Thomas, Sr.

Franklin M. Thomas, Jr.
Franklin M. Thomas, Jr.

Frank S. Schwartz
Frank S. Schwartz

ATTEST:

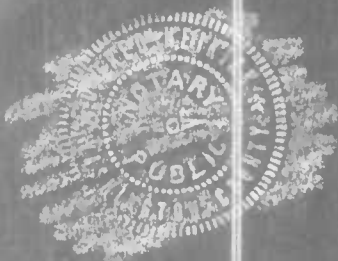
D. Fred Neikirk
D. Fred Neikirk

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:-

I HEREBY CERTIFY, that on this 10th day of March, 1960, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Franklin M. Thomas, Sr., Franklin M. Thomas, Jr., and Frank S. Schwartz, and severally acknowledged the foregoing Articles of Incorporation to be their act.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my Official Notarial Seal the day and year last above mentioned.

D. Fred Neikirk
Notary Public.
My Comm. Ex. June 5-1-61
D. Fred Neikirk.



ARTICLES OF INCORPORATION
OF
GRO-ALL INCORPORATED

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

SEP 2 12 05 PM '60

CLERK
G. MERLIN SNYDER
FOLIO
LAND RECORDS
C/SALE

approved and received for record by the State Department of Assessments and Taxation
of Maryland March 11, 1960 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 3606

Recorded in Liber 3178, folio 595, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles A. Bantger
Director

ARTICLES OF INCORPORATION

FIRST: WE, THE UNDERSIGNED, Vera M. Scott, whose post office address is No. 8 Cambria Farms Court, Phoenix, Maryland, Forrest R. Gabler, whose post office address is 703 Dunkirk Road, Baltimore, Maryland, and Evelyn M. Gabler, whose post office address is 703 Dunkirk Road, Baltimore, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a Corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation is:
STEWART IN-FRA-RED COMMISSARY OF HAGERSTOWN, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

- (1) To manufacture, prepare, package, distribute, buy, sell, import, export, and generally to deal in and with sandwiches, meats, foods, and food products of all kinds and descriptions or any interest therein.
- (2) To prepare and distribute sandwiches and food products, on or away from the Corporation's premises, and to engage in all of the business activities necessary to conduct the business of manufacturing, preparing and distributing sandwiches.
- (3) To conduct its business in any state of the United States, the District of Columbia, territories and colonies of the United States, and to have one or more offices outside of the State of Maryland.
- (4) To borrow money, to issue bonds, notes and other evidences of indebtedness in furtherance of any or all of the objects of the Corporation's business; to secure same by mortgage, deed of trust, pledge or other lien upon any or all the property rights, privileges, or franchises of the Corporation wheresoever situated, acquired or to be acquired; to sell, pledge, or otherwise dispose of any or all such bonds, notes, and other evidence of indebtedness in such manner and upon such terms as the Board of Directors may deem proper; to purchase, lease, or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, lease or in any manner encumber or dispose of real and personal property, wheresoever situated.
- (5) To lend and advance money, to be secured by way of mortgage or real estate or other security situated in the State of Maryland or elsewhere, or upon pledge or hypothecation of personal property or choses in action.
- (6) To purchase or otherwise acquire or manage the whole or any part of the business, property, goodwill, or assets of any corporation, person, or other legal entity carrying on or proposing to carry on any business which this Corporation is authorized to carry on or which can be

conveniently carried on in connection with the same, and as part of the consideration for any of the acts or things aforesaid, or property acquired, to undertake all or any of the liabilities of such corporation, person or other legal entity; and to give, issue or accept cash, or any shares, debentures, or securities that may be agreed upon, and to hold and retain or sell, mortgage and deal with any shares, debentures and securities so received, and to guarantee the securities or obligations of any such corporation, person, or other legal entity. 331

FOURTH: The post office address of the principal office of the Corporation in this State is No. 1103 Dual Highway, Hagerstown, Maryland. The name and post office address of the resident agent of the Corporation in this State is Vera M. Scott, No. 8 Cambria Farms Court, Phoenix, Maryland. Said resident agent is a citizen of this State and actually resides herein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is five hundred (500) shares of the par value of one hundred dollars (\$100.00) a share, all of one class and having an aggregate par value of fifty thousand dollars (\$50,000.00). Said shares of stock are all of the same class and have the same voting powers and qualifications and are without preference.

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Vera M. Scott, Forrest R. Gabler, and Evelyn M. Gabler.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

- (1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, whether now or hereafter authorized, or securities convertible into shares of its stock, whether now or hereafter authorized, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.
- (2) The Board of Directors shall have power from time to time to fix and determine whether any, and if any, what part, of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to stockholders.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 14th day of March 1960.

Witness:

Ray Wall

Vera M. Scott
Vera M. Scott

Ray Wall

Forrest R. Gabler
Forrest R. Gabler

Ray Wall

Evelyn M. Gabler
Evelyn M. Gabler

STATE OF Maryland,
County of Baltimore, ss:

I HEREBY CERTIFY that on the 14th day of March, 1960, before me, the subscriber, a notary public of the State of Maryland, in and for the county of Baltimore, personally appeared Vera M. Scott, Forrest R. Gabler, and Evelyn M. Gabler, and severally acknowledged the foregoing Articles of Incorporation to be their act.

Witness my hand and notarial seal, the day and date last above written.



James J. Russell
Notary Public
My commission expires
May 1st, 1961

See letter by similar
corporation authorizing
use of name 3-21-60

See letter from F. R. Gabler authorizing use of name.

ARTICLES OF INCORPORATION

OF

STEWART IN-FRA-RED COMMISSARY OF HAGED STONE

STATE OF MD. COUNTY OF WASHINGTON RECEIVED FOR RECORD
 SEP 2 12 05 PM '60
 LAND & TAXATION
 C. MENNEN SNYDER
 CLERK

approved and received for record by the State Department of Assessments and Taxation
 of Maryland March 16, 1960 at 9:00 o'clock A. M. as in conformity
 with law and ordered recorded.

A 3692

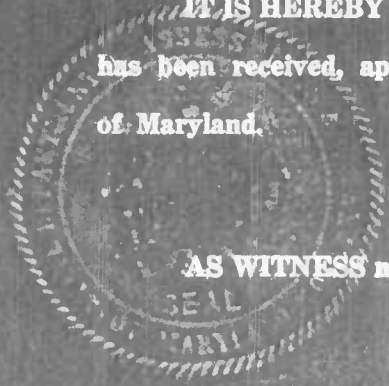
Recorded in Liber 3179, folio 480, one of the Charter Records of the State
 Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
 has been received, approved and recorded by the State Department of Assessments and Taxation
 of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.



Charles M. Barton
 Director

Recorded September 2, 1960 at 12:06 P.M. Liber 9

LOCAL TAXICAB COMPANY OF HAGERSTOWN, INC.
ARTICLES OF INCORPORATION

FIRST: WE, the undersigned, Joseph Diseati, whose post office address is 346 Vista Street, Hagerstown, Maryland, Harry A. Bauer, whose post office address is 129 W. Washington Street, Hagerstown, Maryland, and Irving M. Einbinder, whose post office address is 42 Jonathan Street, Hagerstown, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is LOCAL TAXICAB COMPANY OF HAGERSTOWN, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

a. To engage in the business of transporting persons and property for hire by motor vehicle, aircraft, watercraft, and other means of conveyance, as a common carrier or otherwise, and to acquire, own, operate, lease, and dispose of like businesses.

b. To own, lease, operate, and manage garages for motor vehicles; to manufacture, buy, sell, rent, store, prepare, and care for motor vehicles of all kinds, their parts, appurtenances, accessories, supplies, tools, equipment, and all other personal property of every kind and description.

c. To own, lease, operate, and manage filling stations for motor vehicles.

d. To manufacture, purchase, or otherwise acquire, hold mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements and other personal property or equipment of every kind.

e. To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any

manner encumber or dispose of real property wherever situated.

f. To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises or assets by the issue in accordance with the laws of Maryland, of bonds.

g. To apply for, obtain, purchase, or otherwise acquire, any patents, licenses, trademarks, tradenames, rights, processes, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

h. To purchase or otherwise acquire, hold and reissue shares of its capital stock.

i. To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is Rear 57 W. Franklin Street, Hagerstown, Maryland. The resident agent of the Corporation is Harry A. Bauer, whose post office address is Rear 57 W. Franklin Street, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is eleven shares, without par value, all of which shares are of one class and are designated common stock. Dividends may be declared on the common stock; and each share of common stock shall entitle the holder thereof to one vote in all proceedings in which action shall be taken by stockholders of the Corporation.

SIXTH: No shareholder shall transfer, alienate, or in any way dispose of any share of the Corporation, unless such share shall first have been offered for sale to the Corporation. The Corporation reserves and shall have the exclusive right and option to purchase such share at a price equal to the appraised value thereof within sixty days after such offer. After the expiration of said sixty days, if the Corporation has not exercised its option to purchase such share, the other stockholders in the Corporation shall have the exclusive right and

option to purchase such share at a price equal to the appraised value thereof within thirty days after such offer shall have been made to them. After the expiration of said thirty days, if the other stockholders have not exercised their option to purchase such share, then the seller shall be free to transfer, alienate, or otherwise dispose of such share without any restriction whatsoever.

SEVENTH: The Corporation shall have three directors and Joseph C. Diseati, Harry A. Bauer and Irving M. Einbinder shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

EIGHTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

a. The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and if any, what part, of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

b. The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law.

NINTH: The duration of the Corporation shall be perpetual.
 IN WITNESS WHEREOF, we have signed these Articles of
 Incorporation on the 7th day of *March*, 1960.

Joseph C. Diseati
 Joseph C. Diseati

Harry A. Bauer
 Harry A. Bauer

WITNESS:

Irving M. Einbinder
 Irving M. Einbinder

Evelyn A. Hamlet

STATE OF MARYLAND)
 COUNTY OF WASHINGTON) ss:

THIS IS TO CERTIFY, that on this 7th day of *March*,
 A. D. 1960, before me, the subscriber, A Notary Public of the
 State of Maryland, in and for the County of Washington, personally
 appeared Joseph C. Diseati, Harry A. Bauer and Irving M. Einbinder
 and severally acknowledged the foregoing Articles of Incorporation
 to be their act.

Witness my hand and Notarial Seal, the day and year first
 above written.

Evelyn A. Hamlet
 Evelyn A. Hamlet, Notary Public
 My Commission Expires: May 1, 1961.



ARTICLES OF INCORPORATION
OF
LOCAL TAXICAB COMPANY OF HAGERSTOWN

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

SEP 2 12 05 PM '60

CLERK
Q. MERLIN SNYDER
LAND CLERK
FOLIO
LIBER

approved and received for record by the State Department of Assessments and Taxation
of Maryland March 22, 1960 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 3726

Recorded in Liber 7180, folio 62, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles A. Barton
Director

Recorded September 2, 1960 at 10:06 P.M. Liber 9
ARTICLES OF INCORPORATION

OF

WASHINGTON COUNTY MEDICAL SOCIETY, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, William Templeton Layman, whose post office address is Professional Arts Building, Hagerstown, Maryland; Richard Atlee Young, whose post office address is 101 King Street, Hagerstown, Maryland; and, Edward Wilson Ditto, Jr., whose post office address is 215 West Washington Street, Hagerstown, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is WASHINGTON COUNTY MEDICAL SOCIETY, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

To bring into one organization the physicians of Washington County, so that by frequent meetings and full and frank interchange of views they may secure such intelligent unity and harmony in every phase of their labor as will elevate and make effective the opinions of the profession in all scientific, legislative, public health, material and social affairs, to the end that the profession may receive that respect and support within its own ranks and from the community to which it is entitled by honorable history and great achievements, and with other county societies to form the Medical and Chirurgical Faculty of the State of Maryland, and through it, with other state associations, to form and maintain

the American Medical Association, no part of the net earnings of which is to inure to the benefit of any member, shareholder or other individual.

For the general purposes aforesaid, and limited to those purposes, the Corporation shall have the following powers and purposes:

1. To advance the theory and practice of medicine and the allied arts and sciences by

(a) Encouraging medical research, tests and other original work.

(b) Encouraging the preparation of original papers on medical topics.

(c) Holding meetings for the presentation and discussion of original papers and participating in medical congresses.

(d) Publishing papers and reports and disseminating knowledge and experience of value to medical practitioners.

(e) Developing and promulgating standards, codes and recommended practices.

(f) Offering awards and other honors to encourage contributions to medical science; conferring awards in recognition of meritorious contribution to medicine.

(g) Furthering the purposes of the medical societies' library, of which the library of this society forms a part.

(h) Encouraging intercourse among medical practitioners for the mutual exchange of knowledge and experience.

2. To enhance the status of medical practitioners by

(a) Maintaining high technical and cultural standards for entrance to the society.

(b) Cooperating with educational institutions in the maintenance of high standards of medical education.

(c) Requiring a high standard of ethical practice by members of the society.

(d) Aiding in the adoption of a high standard of attainment for the granting of the legal right to practice medicine.

(e) Fostering among medical students the study of philosophy, history and tradition and achievement, duties and social functions of the medical profession.

(f) Encouraging the personal and professional development of young medical practitioners.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is 215 West Washington Street, Hagerstown, Maryland. The resident agent of the Corporation is Edward Wilson Ditto, Jr., whose post office address is 215 West Washington Street, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation is not authorized to issue any capital stock. The Board of Directors, Governors or Trustees may choose the first members in accordance with the By-Laws. Members may resign or be removed, vacancies may be filled and additional members elected, as provided in the By-Laws, which may prescribe

different classes of members and prescribe the powers and duties of each class.

SIXTH: The number of directors of the Corporation shall be three (3) which number may be increased or decreased pursuant to the By-Laws of the Corporation but shall never be less than three (3); and the names of the directors who shall act until the first annual meeting or until their successors are chosen and duly qualified are: William Templeton Layman, Richard Atlee Young and Edward Wilson Ditto, Jr.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on March 21st, 1960.

WITNESS:

William Templeton Layman
William Templeton Layman

Richard Atlee Young
Richard Atlee Young

Edward Wilson Ditto, Jr.
Edward Wilson Ditto, Jr.

Norma Jean Mose

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:-

I HEREBY CERTIFY, That on this 21st day of March, A.D., 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared William Templeton Layman, Richard Atlee Young and Edward Wilson Ditto, Jr. and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my official Notarial Seal the day and year last above written.



Norma Jean Mose
Notary Public
My Commission Expires:
May 1, 1961

ARTICLES OF INCORPORATION
OF
WASHINGTON COUNTY MEDICAL SOCIETY,

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

SEP 2 12 05 PM '60

LIBER FOLIO
LAND ☐ MORTG ☐ C/SAL ☐
G. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland March 22, 1960 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 3745

Recorded in Liber 2180, folio 178, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles J. Bantjes

Director

Recorded September 2, 1960 at 12:06 P.M. Liber 9

ARTICLES OF INCORPORATION

OF

THE HUBS ALUMNI ASSOCIATION, INC.

THIS IS TO CERTIFY:

FIRST: THAT WE, THE SUBSCRIBERS, NORMAN H. AYERS, WHOSE POST OFFICE ADDRESS IS 210 POTOMAC HEIGHTS, HAGERSTOWN, MARYLAND, EMORY W. WOLFE, WHOSE POST OFFICE ADDRESS IS 531 NORTH LOCUST STREET, HAGERSTOWN, MARYLAND, AND EUGENE GYSBERTS, WHOSE POST OFFICE ADDRESS IS 940 OAK HILL AVENUE, HAGERSTOWN, MARYLAND, ALL BEING AT LEAST TWENTY-ONE YEARS OF AGE, DO UNDER AND BY VIRTUE OF THE GENERAL LAWS OF THE STATE OF MARYLAND AUTHORIZING THE FORMATION OF CORPORATIONS, ASSOCIATE OURSELVES WITH THE INTENTION OF FORMING A CORPORATION BY THE EXECUTION AND FILING OF THESE ARTICLES.

SECOND: THAT THE NAME OF THE CORPORATION (WHICH IS HEREINAFTER CALLED THE "CORPORATION") IS:

THE HUBS ALUMNI ASSOCIATION, INC.

THIRD: THE PURPOSES FOR WHICH THE CORPORATION IS FORMED ARE AS FOLLOWS:

TO ORGANIZE AND OPERATE AN ASSOCIATION EXCLUSIVELY FOR EDUCATIONAL, CHARITABLE, RECREATIONAL AND OTHER NON-PROFITABLE PURPOSES, NO PART OF THE NET EARNINGS OF WHICH IS TO INURE TO THE BENEFIT OF ANY MEMBER, SHAREHOLDER OR OTHER INDIVIDUAL.

FOR THE GENERAL PURPOSES AFORESAID, AND LIMITED TO THOSE PURPOSES, THE CORPORATION SHALL HAVE THE FOLLOWING POWERS AND PURPOSES:

(A) TO PROMOTE THE INTEREST OF ALL PHASES OF SCHOOL LIFE AT NORTH HAGERSTOWN HIGH SCHOOL, HAGERSTOWN, MARYLAND.

(B) TO CULTIVATE AND PROMOTE THE EDUCATIONAL, SOCIAL, AND ATHLETIC PROGRAMS IN THIS INSTITUTION.

FOURTH: THE POST OFFICE ADDRESS OF THE PRINCIPAL OFFICE OF THE CORPORATION IN THIS STATE IS P.O. Box 755, HAGERSTOWN, MARYLAND. THE RESIDENT AGENT OF THE CORPORATION IS EMORY W. WOLFE, WHOSE POST OFFICE ADDRESS IS 531 NORTH LOCUST STREET, HAGERSTOWN, MARYLAND. SAID RESIDENT AGENT IS A CITIZEN OF THE STATE OF MARYLAND AND ACTUALLY RESIDES THEREIN.

FIFTH: THE CORPORATION SHALL HAVE TWELVE DIRECTORS WHICH NUMBERS MAY BE INCREASED OR DECREASED PURSUANT TO THE

BY-LAWS OF THE CORPORATION, BUT SHALL NEVER BE LESS THAN THREE, AND EMORY W. WOLFE, RICHARD G. TROUP, CAROLYN RUDISILL CARTER, DORIS LITTLER MILLER, EUGENE C. GYSBERTS, NORMAN H. AYERS, SARAH E. TRAMMELL, D. EARL WOLF, JR., CLARENCE S. GARDNER, ROBERT C. MANN, GREGORY G. CALLAS, AND JOSEPH E. SCHINDLER, SHALL ACT AS SUCH UNTIL THE FIRST ANNUAL MEETING, OR UNTIL THEIR SUCCESSORS ARE DULY CHOSEN AND QUALIFY.

SIXTH: THE CORPORATION IS NOT AUTHORIZED TO ISSUE ANY CAPITAL STOCK. THE FOLLOWING SHALL BE THE FIRST MEMBERS OF THE CORPORATION EMORY W. WOLFE, RICHARD G. TROUP, CAROLYN RUDISILL CARTER, DORIS LITTLER MILLER, EUGENE C. GYSBERTS, NORMAN H. AYERS, SARAH E. TRAMMELL, D. EARL WOLF, JR., CLARENCE S. GARDNER, ROBERT C. MANN, GREGORY G. CALLAS, AND JOSEPH E. SCHINDLER. MEMBERS MAY RESIGN OR BE REMOVED, VACANCIES MAY BE FILLED AND ADDITIONAL MEMBERS ELECTED, AS PROVIDED IN THE BY-LAWS, WHICH MAY PRESCRIBE DIFFERENT CLASSES OF MEMBERS AND PRESCRIBE THE POWERS AND DUTIES OF EACH CLASS.

SEVENTH: THE DURATION OF THIS CORPORATION SHALL BE PERPETUAL.

EIGHTH: THESE ARTICLES OF INCORPORATION MAY BE AMENDED BY A MAJORITY VOTE AT A REGULARLY-CALLED MEETING OF THE CORPORATION, PROVIDED THAT A COPY OF THE PROPOSED AMENDMENT OR AMENDMENTS ACCOMPANIES THE CALL FOR THE CORPORATION MEETING AND IS MAILED FIFTEEN (15) DAYS PRIOR TO THE DATE OF THE MEETING, AND PROVIDED FURTHER THAT SUCH PROPOSED AMENDMENT OR AMENDMENTS SHALL HAVE HAD PRIOR THERETO THE CONSIDERATION OF THE BOARD OF DIRECTORS OF THE CORPORATION AT A DULY CALLED MEETING.

IN WITNESS WHEREOF, WE HAVE SIGNED THESE ARTICLES OF INCORPORATION ON MARCH 17, 1960.

WITNESS:

Gladys I. Kuhn
GLADYS I. KUHN

Norman H. Ayers
NORMAN H. AYERS

Gladys I. Kuhn
GLADYS I. KUHN

Emory W. Wolfe
EMORY W. WOLFE

Gladys I. Kuhn
GLADYS I. KUHN

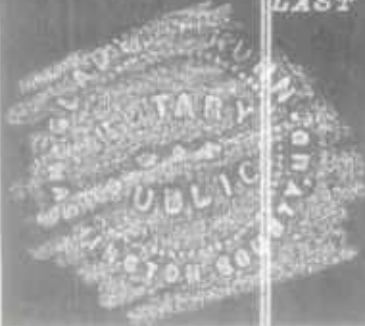
Eugene C. Gysberts
EUGENE C. GYSBERTS

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY, THAT ON THIS 17th DAY OF March A.D., 1960, BEFORE ME, THE SUBSCRIBER, A NOTARY PUBLIC, IN AND FOR THE STATE AND COUNTY AFORESAID PERSONALLY APPEARED NORMAN H. AYERS, EMORY W. WOLFE AND EUGENE GYSBERTS, WHO SEVERALLY ACKNOWLEDGED THE AFOREGOING ARTICLES OF INCORPORATION TO BE THEIR ACT.

WITNESS MY HAND AND NOTARIAL SEAL THE DAY AND YEAR LAST ABOVE WRITTEN.

Gladys I. Kuhn
NOTARY PUBLIC



ARTICLES OF INCORPORATION
OF
THE HUBS ALUMNI ASSOCIATION, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland March 28, 1960 at 3:06 o'clock P. M. as in conformity
with law and ordered recorded.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
MAR 2 12 06 PM '60
LIBER FOLIO
LAND RECORDS/C/SALES
G. MERLIN SNYDER
CLERK

A 3885

Recorded in Liber 7181, folio 446, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit

Court of

Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Bantjes
Director

Recorded September 2, 1960 at 12:06 P.M. Liber 9

ARTICLES OF INCORPORATION
OF

FUNKHOUSER LIQUOR STORE, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Thomas A. Funkhouser, whose post office address is 302 South Potomac Street, Hagerstown, Maryland; Roland H. Morgan, whose post office address is 1737 Preston Road, Hagerstown, Maryland; and Georgette Morgan, whose post office address is 1737 Preston Road, Hagerstown, Maryland, all being at least twenty-one (21) years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation (which is herein-after called the "Corporation") is FUNKHOUSER LIQUOR STORE, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

(a) To engage in the operation, conduct and management of a liquor store for the sale of beer, wine, distilled spirits and sundry merchandise and other allied business.

(b) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements and other personal property or equipment of every kind.

(c) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.

(d) To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

(e) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

(f) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(g) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder

of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(h) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation or association.

(i) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(j) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate

the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is 302 South Potomac Street, Hagerstown, Maryland. The resident agent of the Corporation is Thomas A. Funkhouser whose post office address is 302 South Potomac Street, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock of all classes which the Corporation has authority to issue is Ten Thousand Shares (10,000) of the par value of Ten Dollars (\$10.00) each, all of which shares are of one (1) class and are designated Common Stock. The aggregate value of all shares having par value is One Hundred Thousand Dollars (\$100,000.00).

SIXTH: The Corporation shall have three (3) directors and Thomas A. Funkhouser, Roland H. Morgan and Georgette Morgan shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the

Corporation and of the directors and stockholders.

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of any class, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the By-laws of the Corporation.

(b) The Board of Directors of the Corporation is hereby empowered to authorize the issuance of One Thousand (1,000) fully paid and non-assessable shares of the par value of Ten (\$10.00) Dollars a share for the following consideration, the value of which consideration is hereby stated to be not less than Ten Thousand (\$10,000.00) Dollars, namely, to acquire from the Administrator of the Estate of Marie S. Funkhouser all the inventory, stock-in-trade, equipment, supplies and fixtures of the business heretofore operated and conducted by Marie S. Funkhouser under the trade name of Sanbower's Liquor Store.

(c) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in

determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(d) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and if any, what part, of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(e) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

(f) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the Corporation, nor any right of subscription to any thereof other than

such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time, existing to the exclusion of holders of any or all other classes at the time existing.

(g) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter.

(h) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of, redemption of, and the conversion rights of, such shares.

(i) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, We have signed these Articles of
Incorporation this 28th day of March, A.D., 1960.

WITNESS:

Thomas A. Funkhouser (SEAL)
Thomas A. Funkhouser

Roland H. Morgan (SEAL)
Roland H. Morgan

Georgette Morgan (SEAL)
Georgette Morgan

Norma Jean Mose
Norma Jean Mose

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:-

I HEREBY CERTIFY, That on this 28th day of March, A.D., 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Thomas A. Funkhouser, Roland H. Morgan and Georgette Morgan and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my official Notarial Seal the day and year last above written.



Norma Jean Mose
Norma Jean Mose
Notary Public
My Commission Expires:-
May 1, 1961

ARTICLES OF INCORPORATION
OF
FUNKHOUSER LIQUOR STORE, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

SEP 2 12 04 PM '60

CLERK
C. MERLIN SNYDER
TOLLO
LAND RECORDS & CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland March 30, 1960 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 3929

Recorded in Liber 2182, folio 74, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 16.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles M. Bantjes
Director

VESTRY OF THE GERMAN EVANGELIC
LUTHERAN CONGREGATION IN AND
ABOUT WILLIAMSPORT AT ZION'S CHURCH
IN WASHINGTON COUNTY

ARTICLES OF AMENDMENT

The Vestry of the German Evangelic Lutheran Congregation in and about Williamsport at Zion's Church in Washington County, a Maryland Religious Corporation, having its principal offices in Williamsport, Washington County, Maryland, (hereinafter called corporation) hereby certifies that:

First: The charter of the corporation is hereby amended by striking out the eleventh paragraph and inserting in lieu thereof the following:

"ELEVENTH. That this Church be called and the name thereof is 'Zion Evangelical Lutheran Church of Williamsport, Maryland'".

Second: The charter of the corporation is hereby amended by striking out the fourth paragraph and inserting in lieu thereof the following:

"FOURTH. That the officers of the Congregation shall be known as the Church Council, the members of which shall also be the Trustees of said Congregation, who shall have the control and management of this corporation; and that the Church Council shall consist of the Pastor or Pastors and twelve (12) Deacons."

Third: That the Trustees of said Corporation or Church, at a meeting duly convened and held on the 28th day of December, 1959, adopted a Resolution in which was set forth the foregoing amendment to the Charter, declaring that the said Amendment of the Charter was advisable and directing that it be submitted for action thereon at a special meeting of the Congregation of the Corporation or Church to be held in accordance with the notice to be given thereof.

Fourth: That more than ten (10) days written or printed notice stating the place, day and hour of such meeting and the business proposed to be transacted thereat was given to each person or member of the Congregation by leaving the same with him or her at his or her residence or place of business or by mailing postage prepaid.

Fifth: That pursuant to said written or printed notice, a meeting of the members of the Congregation was held on the premises of said Church on the 31st day of January, 1960, and the Amendment of the Charter of the Corporation or Church as herein-

above set forth was approved by the Congregation of said Corporation or Church at said meeting by the affirmative vote of more than a majority of the members of said Congregation attending said meeting.

Sixth: The Amendment of the Charter of the Corporation or Church as hereinabove set forth has been duly advised by the Trustees of said Church and approved by the members of the Congregation thereof.

IN WITNESS WHEREOF, Said Corporation has caused these Articles of Amendment to be duly signed in its name by William C. Huddle, Pastor, for, in behalf of and in the name of said Church and has caused the same to be verified under oath by the Chairman or Secretary of the aforesaid meeting of the members of said Congregation.



VESTRY OF THE GERMAN EVANGELIC
LUTHERAN CONGREGATION IN AND ABOUT
WILLIAMSPORT AT ZION'S CHURCH IN
WASHINGTON COUNTY

By William C. Huddle
William C. Huddle, Pastor

ATTEST:

Marion F. Rickard, Jr.
Marion F. Rickard, Jr., Secretary

STATE OF MARYLAND, WASHINGTON COUNTY, To-wit:

I HEREBY CERTIFY, That on this 1st day of March, A.D., 1960, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared William C. Huddle, who made oath in due form of law that he is the Pastor of the Vestry of the German Evangelic Lutheran Congregation in and about Williamsport at Zion's Church in Washington County; and at the same time also personally appeared Marion F. Richard, Jr., who made oath in due form of law that he was the Secretary of the meeting of the members of the Congregation held as alleged in the foregoing Articles of Amendment and that the matters and facts set forth in the foregoing Articles of Amendment are true to the best of his knowledge and belief.

WITNESS my hand and Official Notarial Seal.

Dorothy B. Hykes
Dorothy B. Hykes
Notary Public

My commission expires
May 1, 1961.

ARTICLES OF AMENIMENT
 OF
 VESTRY OF THE GERMAN EVANGELIC LUTHERAN CONGREGATION IN AND ABOUT WILLIAMSPORT AT
 ZION'S CHURCH IN WASHINGTON COUNTY
 changing its name to
 ZION EVANGELICAL LUTHERAN CHURCH OF WILLIAMSPORT, MARYLAND
 approved and received for record by the State Department of Assessments and Taxation
 of Maryland March 2, 1960 at 9:00 o'clock A.M. as in conformity
 with law and ordered recorded.

STATE OF MARYLAND
 WASHINGTON COUNTY
 RECEIVED FOR RECORD
 SEP 2 12 05 PM '60
 LUCAS FOLIO
 LAND COMPTROLLER
 IS. MENJIN
 CLERK

A 3482

Recorded in Liber 2177, folio 522, one of the Charter Records of the State
 Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$ 10.00

To the clerk of the Circuit

Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
 has been received, approved and recorded by the State Department of Assessments and Taxation
 of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles A. Bantje
 Director

Recorded September 2, 1960 at 12:06 P.M. Liber 9

ARTICLES OF INCORPORATION

OF

MARTIN TRUCK CORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Oliver H. Martin, whose postoffice address is Route #6, Hagerstown, Maryland; Ammon H. Martin, whose postoffice address is Maugansville, Maryland, and Norman I. Broadwater, whose postoffice address is 403 Second National Bank Building, Hagerstown, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is:

MARTIN TRUCK CORPORATION

THIRD: The purposes for which the corporation is formed are as follows:

(a) To manufacture, buy, sell, rent, store, repair, and care for automotive equipment of all kinds and supplies therefore and appurtenances thereto; to build, purchase, or otherwise acquire and operate buildings, storage houses, and garages for the storing, caring for, and keeping for hire therein of automotive equipment of every kind, nature and description; to buy, sell and deal in all goods, wares, and merchandise necessary or incidental to the operation, repair, or equipment of trucks or other vehicles of any and all kinds, manufactures, and descriptions.

(b) To deal in petroleum products at wholesale or at retail as a filling and service station which business shall include the dealing in gasoline, and all other petroleum products, all kinds of oils and products used for motor fuel, heating fuel or lubrication; all manner of accessories and appliances to be used on motor vehicles of every description; the washing and polishing and stor-

ing of motor vehicles.

(c) To transport freight of all manner and description by truck or other conveyance and to transport passengers for hire from point to point including operation of school buses.

(d) To carry on and transact for itself or for account of others the business of general merchants, general brokers, general agents, buyers and sellers of, dealers in, and importers and exporters of automotive equipment and petroleum products.

(e) To manufacture, purchase, or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.

(f) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.

(g) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

(h) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(i) To Purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers, and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(j) To guarantee the payment of dividends, upon any shares of stock of, or the performance of any contract by, and other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation or association.

(k) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any

part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(l) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(m) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, district, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The postoffice address of the principal office of the Corporation in this State is 2015 Pennsylvania Avenue, Hagerstown, Maryland. The resident agent of the Corporation is Oliver H.

Martin, whose postoffice address is Route #6, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is One Thousand (1,000) shares of the par value of One Hundred (\$100.00) Dollars each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is One Hundred Thousand (\$100,000.00) Dollars.

SIXTH: The Corporation shall have three (3) directors and Oliver H. Martin, Ammon H. Martin, and Norman I. Broadwater shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting, and regulating the powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of any class, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporations; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall

be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 11th day of March, 1960.

WITNESS:

Alice X. Huntzberg

Oliver H. Martin
Oliver H. Martin

Alice X. Huntzberg

Ammon H. Martin
Ammon H. Martin

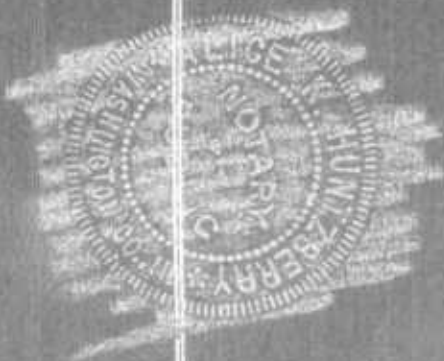
Alice X. Huntzberg

Norman I. Broadwater
Norman I. Broadwater

STATE OF MARYLAND)
COUNTY OF Washington } ss.

THIS IS TO CERTIFY, that on the 11th day of March, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Oliver H. Martin, Ammon H. Martin and Norman I. Broadwater, and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Official Notarial Seal.



Alice X. Huntzberg
Notary Public

My Commission Expires:
May 1, 1961

ARTICLES OF INCORPORATION
OF
MARTIN TRUCK CORPORATION

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
P 2 12 05 PM '60
CLERK
G. MERLIN SWYDER

approved and received for record by the State Department of Assessments and Taxation
of Maryland March 14, 1960 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 3750

Recorded in Liber 7180, folio 201, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 12.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles M. Boutin
Director

ARTICLES OF INCORPORATION

OF

INTERSTATE RECORD DISTRIBUTORS, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Richard M. Greenwald, whose postoffice address is Moller Apartments, Surrey Avenue, Hagerstown, Maryland; Melvin C. Greenwald, whose postoffice address is 919 Rolling Road, Hagerstown, Maryland; and Leroy E. Smith, whose postoffice address is 100 West Broadway Street, Gettysburg, Pennsylvania, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these Articles of Incorporation.

SECOND: That the name of the Corporation (which is hereinafter called the Corporation) is Interstate Record Distributors, Inc.

THIRD: The purposes for which the Corporation is formed are as follows:

- (a) To purchase, sell and distribute records at wholesale.
- (b) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer or in any manner encumber or dispose of goods, wares, merchandise, implements and other personal property or equipment of every kind.
- (c) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let or in any manner encumber or dispose of real property wherever situate.
- (d) To purchase or otherwise acquire, hold and reissue shares of its capital stock and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of any shares of stock of any other corporation or association organized under the Laws of the State of Maryland or of any other state; and upon a distribution of the assets or division of the profits of this Corporation, to distribute any such shares of stock among the stockholders of this Corporation.
- (e) To loan or advance money with or without security, without limitation as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature for money borrowed or for any other lawful consideration.

(f) To carry on any of the businesses hereinbefore enumerated for itself or for account of others or through others for its own account and to carry on any other business which may be deemed by it to directly or indirectly effectuate or facilitate the transaction of the aforesaid objects or businesses or any of them or to enhance the value of its property, business or rights.

(g) To carry on all or any part of the aforesaid purposes and to conduct its business in any or all of the states of the United States of America and to maintain offices or places of business in any of the states of the United States of America.

The foregoing enumeration of the purposes, objects and businesses of the Corporation is made in furtherance and not in limitation of the powers conferred upon the Corporation by law and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed and subject in all particulars to the limitations relative to corporations which are contained in the General Laws of this State.

FOURTH: The postoffice address of the principal office of the Corporation in this State is rear of 116 North Potomac Street, Hagerstown, Maryland. The resident agent of the Corporation is Richard M. Greenwald, whose postoffice address is Moller Apartments, Surrey Avenue, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is ten thousand (10,000) shares of the par value of Ten (\$10.00) Dollars each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is One Hundred Thousand (\$100,000.00) Dollars.

SIXTH: The Corporation shall have four directors and Richard M. Greenwald, Melvin C. Greenwald and Leroy E. Smith and Elwin Bertaux shall act as such until the first annual meeting or until their successors are duly chosen and qualify.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its

stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of any class, for such consideration as the Board of Directors may deem advisable, irrespective of the value or amount of such consideration, but subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation. 369

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(c) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

(d) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter.

(e) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in

stock of one class to holders of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 14th day of April, 1960.

Richard M. Greenwald (SEAL)
Richard M. Greenwald

Melvin C. Greenwald (SEAL)
Melvin C. Greenwald

Leroy E. Smith (SEAL)
Leroy E. Smith

Witness:

Ronald Selosier

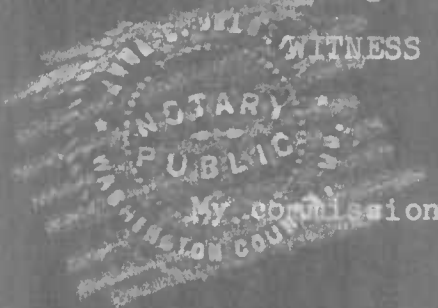
STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 14th day of April, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Richard M. Greenwald, Melvin C. Greenwald and Leroy E. Smith and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Notarial Seal.

Ronald Selosier
Notary Public

My commission expires: May 1, 1961



ARTICLES OF INCORPORATION
OF
INTERSTATE RECORD DISTRIBUTORS

approved and received for record by the State Department of Assessments and Taxation
of Maryland April 19, 1960 at 10:10 o'clock A. M. as in conformity
with law and ordered recorded.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
APR 21 12 13 PM '60
CLERK
G. MERLIN SNYDER

A 4195

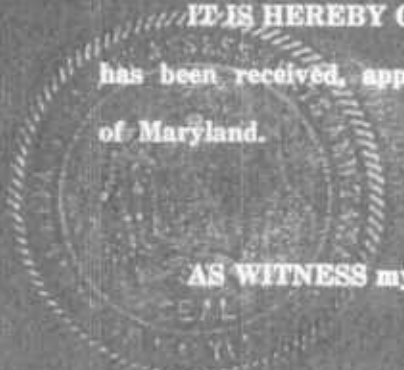
Recorded in Liber 2185, folio 228, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.



Charles H. Barton
Director

Recorded September 21, 1960 at 12:13 P.M. Liber 9
ARTICLES OF INCORPORATION

OF
TURLONG, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Franklin R. Turner, whose post office address is 140 West Washington Street, Hagerstown, Maryland; Janet L. Shryock, whose post office address is 169 Summit Avenue, Hagerstown, Maryland; and, Ernest V. Wachs, whose post office address is 116 West Washington Street, Hagerstown, Maryland, all being at least twenty-one (21) years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is TURLONG, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

(a) To hold, own, lease, manage, operate, handle, supervise or deal in cafeterias, lunch rooms, soda fountains, soft drinks, alcoholic beverages establishments and all incidentals connected therewith or in anywise related thereto.

(b) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.

(c) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner

encumber or dispose of real property wherever situated.

(d) To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

(e) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, goodwill, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, goodwill, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

(f) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(g) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust

certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(h) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation or association.

(i) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of

the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(j) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(k) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is 140 West Washington Street, Hagerstown, Maryland. The resident agent of the corporation is Franklin R. Turner, whose post office address is 140 West Washington Street, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock of all classes which the Corporation has authority to issue is Ten Thousand shares (10,000) of the par value of Ten Dollars (\$10.00) each, all of which shares are of one (1) class and are designated Common Stock. The aggregate value of all shares having par value is One Hundred Thousand Dollars (\$100,000.00).

SIXTH: The Corporation shall have three (3) directors and Franklin R. Turner, Janet L. Shryock and Ernest V. Wachs shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of any class, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the By-laws of the Corporation.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(c) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and if any, what part, of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of its bonds or other evidences of

indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(d) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification, or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

(e) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the Corporation, nor any right to subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time, existing to the exclusion of holders of any or all other classes at the time existing.

(f) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the

total number of votes entitled to be cast thereon, except as otherwise provided in this charter.

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(g) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

(h) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation this 31st day of March, A.D., 1960.

Franklin R. Turner (SEAL)
Franklin R. Turner

WITNESS:

Janet L. Shryock (SEAL)
Janet L. Shryock

Ernest V. Wachs (SEAL)
Ernest V. Wachs

Norma Jean Mose
Norma Jean Mose

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STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:-

I HEREBY CERTIFY, That on this 31st day of March, A.D., 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Franklin R. Turner, Janet L. Shryock and Ernest V. Wachs, and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my official Notarial Seal the day and year last above written.



Norma Jean Mose
 Norma Jean Mose
 Notary Public
 My Commission Expires:-
 May 1, 1961

ARTICLES OF INCORPORATION
 OF
 TURLONG, INC.

STATE OF MD.
 WASHINGTON COUNTY
 RECEIVED FOR RECORD
 SEP 21 12 13 PM '60
 FOLIO
 AND INDEXED
 G. MERLIN SNYDER
 CLERK

approved and received for record by the State Department of Assessments and Taxation
 of Maryland April 11, 1960 at 9:00 o'clock A. M. as in conformity
 with law and ordered recorded.

A 4122

Recorded in Liber *2184*, folio *431*, one of the Charter Records of the State
 Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 18.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
 has been received, approved and recorded by the State Department of Assessments and Taxation
 of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles M. Bontz
 Director

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, Randolph J. Grammer, whose post office address is Roanoke, Virginia, Yvonne E. Anthony; whose post office address is R. F. D. #1, Hagerstown, Maryland, and Ethel S. Arnell, whose post office address is No. 731 Summit Avenue, Hagerstown, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators, with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereafter called the Corporation) is: RUSCO HOME IMPROVEMENT PRODUCTS, INC.

THIRD: The purposes for which the corporation is formed are as follows:

(a) To manufacture, buy, sell, export, import, act as manufacturers' and others' agent, and generally to deal in doors, windows, and sash of all sizes, types, and descriptions, and parts and supplies of all kinds and descriptions incidental to the manufacture, construction, repair, and maintenance of doors, windows, and sash of all sizes, types, and descriptions.

(b) To buy, sell, use, import, export, manufacture and otherwise acquire and distribute, and generally deal in and with, at wholesale and/or retail, building materials, supplies and accessories of every kind and description, and all goods, wares and merchandise necessary for the operations of the company.

(c) To buy, sell, demonstrate, distribute, construct, install and maintain windows and doors, storm windows and storm-doors, and particularly certain patented storm windows and doors; to engage in an advertising campaign for the introduction and promotion of the products handled by the Corporation.

(d) To conduct a general construction, engineering, architectural and contracting business in all its branches; to design and prepare plans and specifications in connection therewith, and to undertake and perform contracts in respect thereof.

(e) To buy, lease, exchange and otherwise acquire and dispose of improved and unimproved land, and to erect, equip and operate plants, factories, mills, warehouses and structures of whatsoever kind.

(f) To engage in research and experimental work for the development of inventions, improvements and new processes for use in building construction.

(g) To apply for, acquire, hold, use, sell, mortgage, license, assign or otherwise dispose of letters patent of the United States or of any foreign country, as well as acquire and dispose of licenses, privileges, inventions, improvements, processes and trademarks relating to or useful in connection with any business carried on by the Corporation.

(h) To acquire by purchase, subscription or otherwise, and to hold, sell, assign, transfer, exchange, lease, mortgage, pledge, or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidence of indebtedness issued or created by, any other corporation or association, organized under the laws of any state, territory, district, colony or dependency of the United States of America, or of any foreign country; and, while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers and privileges of individual holders, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of the Corporation.

(i) To act as agent or representative of other corporations, firms and individuals for any of the above purposes.

(j) To purchase, hold and reissue the shares of its own stock of any class.

(k) To carry on any other business in connection therewith which may seem to the Corporation to be calculated, directly or indirectly, to effectuate the aforesaid objects, or any of them, or to facilitate it in the transaction of its aforesaid business, or any part thereof, or in the transaction of any other business that may be calculated, directly or indirectly, to enhance the value of its property and rights, not contrary to the Laws of the State of Maryland. The said Corporation shall enjoy and exercise all the powers and rights conveyed by statute upon the Corporation, and the enumeration of the specific powers in

these Articles of Incorporation are in furtherance of and not in 383
limitation of the General Powers conferred by law.

FOURTH: The post office address of the principal office of the Corporation in this state is: No. 860 Pennsylvania Avenue, Hagerstown, Maryland. The name and post office address of the Resident Agent of this Corporation are: Harry G. Staggers, No. 860 Pennsylvania Avenue, Hagerstown, Maryland. Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is one thousand (1,000) shares of the par value of One Hundred (\$100.00) Dollars a share, all of one class, and having an aggregate par value of One Hundred Thousand (\$100,000.00) Dollars.

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three (3); and the names of the directors who shall act until the first annual meeting, or until their successors are duly chosen and qualify, are: Randolph J. Grammer, Robert D. Putman and Ethel Arnell.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized, for such consideration as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the Corporation or the General Laws of the State of Maryland.

(b) The Board of Directors shall have the power to borrow money, and to make and issue notes, bonds, debentures, obligations and evidences of indebtedness of all kinds, whether secured by mortgage, pledge or otherwise, without limit as to amount, and to secure the same by mortgage, pledge or otherwise; and generally to make and perform agreements and contracts of every kind and description.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incor-

poration on this 3rd day of March, 1960.

WITNESS:

B. D. Hatcher
B. D. Hatcher

Randolph J. Grammer
Randolph J. Grammer

Yvonne E. Anthony
Yvonne E. Anthony

Olive R. Shupp
Olive R. Shupp

Ethel S. Arnell
Ethel S. Arnell

STATE OF VIRGINIA, COUNTY OF Rossmore, to-wit:

I HEREBY CERTIFY, That on this 30 day of March, 1960, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Randolph J. Grammer, and acknowledged the foregoing Articles of Incorporation to be his act.

WITNESS my hand and Notarial Seal the day and year last above written.

My commission expires:

Fred C. Old
Notary Public
Fred C. Old

My Commission Expires December 11, 1960

STATE OF MARYLAND, COUNTY OF WASHINGTON, to-wit:

I HEREBY CERTIFY, That on this 31st day of March, 1960, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Yvonne E. Anthony and Ethel S. Arnell, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal the day and year last above written.

My commission expires:
May 1, 1961.

Olive R. Shupp
Notary Public
Olive R. Shupp

ARTICLES OF INCORPORATION
OF
RUSCO HOME IMPROVEMENT PRODUCTS,

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

SEP 21 12 13 PM '60

LIBER FOLIO
LAND ☐ MORTG ☐ SALE ☐
G. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland April 4, 1960 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 3997

Recorded in Liber 2183, folio 216, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles A. Bantjes
Director

Recorded September 21, 1960 at 12:13 P.M. Liber 9

ARTICLES OF INCORPORATION
OF
GROVE CUSTOM MAGIC HOMES, INC.

THIS IS TO CERTIFY:

FIRST: That we, the undersigned, Ethan L. Grove, whose post office address is 221 Rock Willow Avenue, Hagerstown, Maryland; Patricia A. Grove, whose post office address is 221 Rock Willow Avenue, Hagerstown, Maryland; and Robert L. VonGunten, whose post office address is Woodsboro, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is

GROVE CUSTOM MAGIC HOMES, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

(a) To manufacture, build, repair, vend and trade prefabricated, pre-built and pre-constructed homes.

(b) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.

(c) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.

(d) To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of,

dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

(e) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

(f) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, trade-names, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(g) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory,

district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers, and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(h) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities, or other evidences of indebtedness created or issued by any such other corporation or association.

(i) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations

of the Corporation for its corporate purposes.

(j) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(k) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The postoffice address of the principal office of the Corporation in this State is 221 Rock Willow Avenue, Hagerstown, Maryland. The name and postoffice address for the

resident agent of the Corporation in this State is Ethan L. Grove, 221 Rock Willow Avenue, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is tenthousand (10,000) shares of the par value of Ten (\$10.00) Dollars per share, all of one class, and having an aggregate par value of One Hundred Thousand (\$100,000.00) Dollars.

SIXTH: The number of directors of the corporation shall be four (4), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three (3); and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Ethan L. Grove, Hansel E. Hurst, Robert L. VonGunten, and Dwight L. Grove.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(1) The board of directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

(2) The board of directors of the Corporation is hereby empowered to authorize the issuance of four hundred (400) full paid and non-assessable shares of the par value of Ten (\$10.00) Dollars per share for the following consideration, the value of which consideration is hereby stated to be not less

than Four Thousand (\$4,000.00) Dollars, namely: To Ethan L. Grove for all assets of business presently conducted by him, including accounts receivable, accounts to be receivable for work done in house construction and prefabrication and for goodwill in the business of constructing and erecting pre-built and prefabricated homes.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 31 day of March, A.D., 1960.

WITNESS:

Mark A. Allison
Charles A. Mullins
Virginia A. Wolfe

Ethan L. Grove (SEAL)
Patricia A. Grove (SEAL)
Robert L. VonGuten (SEAL)

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 31st day of March A.D., 1960, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Ethan L. Grove, Patricia A. Grove and Robert L. VonGuten, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Official Notarial Seal,

Comm. Exp. 5/1/61

Shirley D. Berger
 Notary Public

Charles A. Brantje
Director

Recorded September 21, 1960 at 12:13 P.M. Liber 9

ARTICLES OF INCORPORATION

OF

WENBIRT, INC.

* * * * *

FIRST: WE, THE UNDERSIGNED, Thomas E. Kingston, Robert M. Dougherty and George A. Fisher, the post-office address of each of whom is No. 222 Munsey Building, Washington 4, D. C., each being at least twenty-one years of age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves as incorporators with the intention of forming a corporation.

SECOND: The name of the corporation is

WENBIRT, INC.

THIRD: The purposes for which the corporation is formed are:

To conduct a general printing, engraving and publishing business and to acquire, create, edit, print or cause to be printed, publish, conduct, circulate, sell, distribute, deliver, and otherwise deal in and with any and all magazines, periodicals, journals, newspapers, manuals, pamphlets, books, reports and other publications of any and every description whatsoever, and generally carry on the business of magazine proprietors and general publishers; to undertake, carry on and complete any operation relating to the gathering, editing, compiling, printing and/or distributing of news and information of any kind and description.

To purchase, or otherwise acquire, invest in, own, hold and operate for investment or otherwise, develop, improve, mortgage, pledge, sell, lease, or otherwise dispose of improved and unimproved real estate and buildings of all kinds and wherever situated.

To apply for, secure, purchase, hold and assign such copyrights for books, articles, magazines and other publications with the right to issue licenses therefor and to receive royalties thereon, including the right to syndicate and sell material, articles, features and pictures as may be found desirable for the proper conduct of its business and generally to do any and all things incidental to said business.

To purchase, lease, or otherwise acquire, construct, own, use, manage, operate and maintain, and sell or

otherwise dispose of television and radio stations and other facilities for radio, television, facsimile and other broadcasting, including experimental and relay stations, transmitters, receivers, studios, buildings, plants, wires, circuits and any and all apparatus, equipment, instruments, systems and devices incidental or necessary thereto; to broadcast, disseminate, distribute, transmit, receive or collect by means of electricity, magnetism or electro magnetic or radio waves, variations or impulses, and whether by means of frequency modulation, audio modulation, ultra high frequency, short wave, visual or audial transmission, or otherwise, and to purchase, sell or otherwise deal in or with, television, radio, facsimile and other programs, news, music, instruction, entertainment, speeches, signals, sounds, photographs, moving and still pictures and films, recordings, transcriptions, scenes, plays and advertising, educational and informative matter of any kind; to contract with and engage the services of talent of any description for the purpose of providing any of the foregoing; to generate, purchase, furnish, supply or utilize, in any manner for the purposes of the corporation, electricity, electrical energy, magnetic or electro magnetic waves, variations or impulses; to engage in research and experimental work in, and to improve, develop, prosecute and perfect the art and business of television, radio, facsimile or other broadcasting; generally to engage in and carry on the business of television, radio, facsimile and other broadcasting.

To enter into any arrangement or contract for sharing of profits, union of interests, cooperation, joint adventure, reciprocal concession or otherwise, with any person or corporation carrying on or engaged in or about to carry on or engage in any business or transaction which the corporation is authorized to carry on or engage in, or any business or transaction capable of being conducted so as directly or indirectly to benefit the corporation; and to lend money to, guarantee the contracts of, or otherwise assist any such person or corporation, and to take or otherwise acquire shares and securities of any such corporation, and to sell, hold, reissue, with or without guaranty, or otherwise deal with the same.

To import, export, manufacture, produce, buy, sell and otherwise deal in and with, goods, wares and merchandise of every class and description.

To engage in and carry on any other business which may conveniently be conducted in conjunction with any of the business of the corporation.

To acquire all or any part of the good will, rights, property and business of any person, firm, association or corporation heretofore or hereafter engaged in any business similar to any business which the corporation has the power to conduct, and to hold, utilize, enjoy and in any

manner dispose of the whole or any part of the rights, property and business so acquired, and to assume in connection therewith any liabilities of any such person, firm, association or corporation.

To apply for, obtain, purchase or otherwise acquire, any patents, copyrights, licenses, trade-marks, trade names, rights, processes, formulas, and the like, which may seem capable of being used for any of the purposes of the corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

To acquire by purchase, subscription or in any other manner, take, receive, hold, use, employ, sell, assign, transfer, exchange, pledge, mortgage, lease, dispose of and otherwise deal in and with, any shares of stock, shares, bonds, debentures, notes, mortgages or other obligations, and any certificates, receipts, warrants or other instruments evidencing rights or options to receive, purchase, or subscribe for the same or representing any other rights or interests therein or in any property or assets, issued or created by any persons, firms, associations, corporations, syndicates, or by any governments or subdivisions thereof; and to possess and exercise in respect thereof any and all the rights, powers and privileges of individual holders.

To aid in any manner any person, firm, association, corporation or syndicate, any shares of stock, shares, bonds, debentures, notes, mortgages or other obligations of which, or any certificates, receipts, warrants or other instruments evidencing rights or options to receive, purchase, or subscribe for the same, or representing any other rights or interests therein, are held by or for this corporation, or in the welfare of which this corporation shall have any interest, and to do any acts or things designed to protect, preserve, improve and enhance the value of any such property or interest, or any other property of this corporation.

To guarantee the payment of dividends upon any shares of stock or shares in, or the performance of any contract by, any other corporation or association, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes or other evidences of indebtedness created or issued by any other corporation or association.

To carry out all or any part of the foregoing objects as principal, factor, agent, contractor, or otherwise, either alone or through or in conjunction with any person, firm, association or corporation, and, in carrying on its business and for the purpose of attaining or furthering any of its objects and purposes, to make and perform any contracts and to do any acts and things, and to exercise any powers suitable, convenient or proper for the accomplishment of any of the objects and purposes herein enumerated

or incidental to the powers herein specified, or which at any time may appear conducive to or expedient for the accomplishment of any of such objects and purposes.

To carry out all or any part of the aforesaid objects and purposes, and to conduct its business in all or any of its branches, in any or all states, territories, districts and possessions of the United States of America and in foreign countries; and to maintain offices and agencies in any or all states, territories, districts and possessions of the United States of America and in foreign countries.

The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause of this or any other article of these articles of incorporation or of any amendment thereto; and shall each be regarded as independent, and construed as powers as well as objects and purposes.

The corporation shall be authorized to exercise and enjoy all of the powers, rights and privileges granted to, or conferred upon, corporations of a similar character by the General Laws of the State of Maryland now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges so granted or conferred.

FOURTH: The post-office address of the principal office of the corporation in this State is 25 Summit Avenue, Washington County, Hagerstown, Maryland. The name of the resident agent of the corporation in this State is The Corporation Trust Incorporated, a corporation of this State, and the post-office address of the resident agent is No. 10 Light Street, Baltimore 2, Maryland.

FIFTH: The total number of shares of stock which the corporation shall have authority to issue is Ten Thousand (10,000) shares without par value, all to be common stock.

SIXTH: The number of directors of the corporation shall be three (3), which number may be increased or decreased pursuant to the by-laws of the corporation and shall never be less than three (3). The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are:

Franklin D. Schurz
Franklin D. Schurz, Jr.
Aaron H. Huguenard

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the corporation and of the directors and stockholders:

The board of directors of the corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

Notwithstanding any provision of law requiring a greater proportion than a majority of the votes of all classes or of any class of stock entitled to be cast, to take or authorize any action, the corporation may take or authorize such action upon the concurrence of a majority of the aggregate number of the votes entitled to be cast thereon.

The corporation reserves the right from time to time to make any amendment of its charter, now or hereafter authorized by law, including any amendment which alters the contract rights, as expressly set forth in its charter, of any outstanding stock.

EIGHTH: The duration of the corporation shall be perpetual.

NINTH: The corporation shall indemnify any and all of its directors or officers or former directors or officers or any person who may have served at its request as a director or officer of another corporation in which it owns shares of capital stock or of which it is a creditor against expenses actually and necessarily incurred by them in connection with the defense of any action, suit or proceeding in which they, or any of them, are made parties, or a party, by reason of being or having been directors or officers or a director or officer of the corporation, or of such other corporation, except in relation to matters as to which any such director or officer or former director or officer or person shall be adjudged in such action, suit, or proceeding to be liable for negligence or misconduct in the performance of duty. Such indemnification shall not be deemed exclusive of any other rights to which those indemnified may be entitled, under any by-law, agreement, vote of stockholders, or otherwise.

TENTH: No contract or other transaction between this corporation and any person, firm, association, or corporation and no act of this corporation shall, in the absence of fraud, be invalidated or in any way affected by the fact that any of the directors of this corporation are pecuniarily or otherwise interested, directly or indirectly, in such contract, transaction or act, or are related to or interested in, as a director, stockholder, officer, employee, member or otherwise, such person, firm, association or

corporation. Any director so interested or related who is present at any meeting of the board of directors or committee of directors at which action on any such contract, transaction or act is taken may be counted in determining the presence of a quorum at such meeting and may vote thereat with respect to such contract, transaction or act with like force and effect as if he were not so interested or related. No director so interested or related shall, because of such interest or relationship, be disqualified from holding his office or be liable to the corporation or to any stockholder or creditor thereof for any loss incurred by this corporation under or by reason of such contract, transaction or act, or be accountable for any gains or profits he may have realized therein.

IN WITNESS WHEREOF, we have signed these articles of incorporation on April 1, 1960.

Thomas E. Kingston
Thomas E. Kingston

WITNESS:

Robert M. Dougherty
Robert M. Dougherty

Charles S. Peabbles
Charles S. Peabbles

George A. Fisher
George A. Fisher

DISTRICT OF COLUMBIA) ss:

I HEREBY CERTIFY that on April 1, 1960, before me, the subscriber, a notary public of the District of Columbia, personally appeared Thomas E. Kingston, Robert M. Dougherty and George A. Fisher, and severally acknowledged the foregoing articles of incorporation to be their act.

WITNESS my hand and notarial seal or stamp the day and year last above written.

Charles S. Peabbles
Charles S. Peabbles
Notary Public - D.C.

My commission expires March 14, 1962.



ARTICLES OF INCORPORATION
OF
WENBIRT, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

SEP 21 12 13 PM '60

LIBER
LAND RECORDS/SALES
G. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland April 4, 1960 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 4029

Recorded in Liber 2183, folio 493, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 40.00 Recording fee paid \$ 12.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles M. Burt
Director

Recorded September 21, 1960 at 12:13 P.M. Liber 9

B. J. HIPPI, INC.

ARTICLES
CERTIFICATE OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Burnell J. Hipp, whose post office address is R.F.D. #1, St. Thomas, Pennsylvania, Richard Lyons, whose post office address is Chambersburg, Pennsylvania and Hilda Boscon, whose post office address is Hagerstown, Maryland, all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the foundation of Corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the Corporation (which is hereinafter called the Corporation) is B. J. Hipp, Inc.

THIRD: The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

a. To carry on the business of hotel, restaurant, cafe, tavern, ballroom, refreshment room, and lodging-house keepers, importers and manufacturers of aerated, mineral and artificial waters and other drinks, purveyors, caterers for public amusements generally, coach, cab, and automobile proprietors, livery stable keepers, garages, farmers, dairymen, ice merchants, importers and brokers of food, live and dead stock, and domestic and foreign produce of all descriptions, hairdressers, barbers, perfumers, chemists, proprietors of clubs, baths, dressing rooms, laundries, reading, writing and newspaper rooms, libraries, grounds and places of amusement, recreation, sport, entertainment, and instruction of all kinds, tobacco and cigar merchants, agents for railway, airlines and shipping companies and carriers, theatrical and opera box office proprietors, entrepreneurs and general agents, and any other business which can be conveniently carried on in connection therewith.

b. To operate, lease, purchase, acquire, hold, enjoy and dispose of by sale, lease or otherwise, restaurants, eating houses, places of entertainment and refreshments, and to make and execute any and all agreements for the rental of such restaurants, inns, eating houses, taverns or places of entertainment or refreshment.

c. To purchase, sell, mortgage, lease, improve, invest and deal in real estate, wheresoever situated, and to construct, equip, operate, lease, rent, hire and manage buildings of every kind and description.

d. To acquire by purchase, lease or otherwise, the property, rights, business, good will, franchises and assets of every kind of any corporation, association, firm or individual carrying on in whole or in part the aforesaid businesses, or either of them, or any other business in whole or in part that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof and to pay for any property, rights, business, good will, franchises and assets so acquired in the stock, bonds, or other securities of the Corporation, or otherwise.

e. To carry on any other business in connection therewith which may seem to the Corporation to be calculated, directly or indirectly, to effectuate the aforesaid objects, or either of them, or to facilitate it in the transaction of its aforesaid business, or any part thereof, or in the transaction of any other business that may be calculated, directly or indirectly, to enhance the value of its property and rights, not contrary to the Laws of the State of Maryland or any other state in which the Corporation carries on business, The said Corporation shall enjoy and exercise all the powers and rights conferred by statute upon the Corporation and the enumeration of the specific powers in this Certificate of Incorporation are in furtherance of and not in limitation of the general powers conferred by law.

FOURTH: The post office address of the place at which the principal office of the Corporation in this state will be located is 57 South Potomac Street, Hagerstown, Washington County, Maryland. The resident agent of the Corporation is Hilda Boscon, whose post office address is 57 South Potomac Street, Hagerstown, Washington County, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have three directors, and Burnell J. Hipp, Richard Lyons and Hilda Boscon shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

SIXTH: The total amount of the authorized capital stock of the Corporation is One Hundred Thousand (\$100,000.00) Dollars par value, divided into ten thousand (10,000) shares of the par value of Ten (\$10.00) Dollars each.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

A. The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, and securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such considerations as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

B. The Board of Directors shall from time to time determine whether and to what extent, and at what time and places, and under what conditions and regulations, the accounts and books of the Corporation, or any of them, shall be open to the inspection of the stockholders, and no stockholders shall have the right to inspect any account, book or document of the Corporation except as conferred by the Statutes of Maryland or as authorized by the Board of Directors or by a resolution of the stockholders.

C. The Board of Directors shall have the power to mortgage the property of the Corporation from time to time without the approval of the stockholders, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

D. The above granted powers to the Corporation and to the Board of Directors thereof are in furtherance of and not in limitation of the general powers conferred by law upon the Directors of the Corporation.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed this ^{ARTICLES} Certificate of Incorporation on this 4 day of April, A.D., 1960.

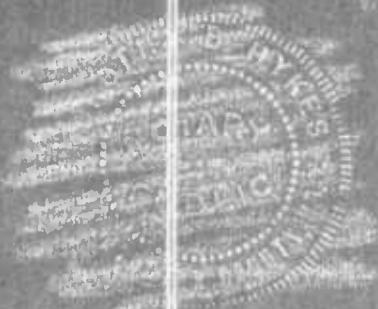
Witness:

<u>Burnell L. Hipp</u> Burnell L. Hipp	<u>Richard Lyons</u> Richard Lyons
<u>Dorothy B. Hykes</u> Dorothy B. Hykes	<u>Hilda Boscon</u> Hilda Boscon

STATE OF MARYLAND, WASHINGTON COUNTY, To-wit:

I HEREBY CERTIFY, That on this 4th day of April, A.D., 1960, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Burnell L. Hipp, Richard Lyons and Hilda Boscon and did each acknowledge that they executed the foregoing Certificate of Incorporation for the purposes therein contained.

WITNESS my hand and Official Notarial Seal.



Dorothy B. Hykes
Notary Public

ARTICLES OF INCORPORATION

OF

B. J. HIPP, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

SEP 21 12 13 PM '60

LIBR. CLERK
G. MERLIN SWOET
CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland April 8, 1960 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 4069

Recorded in Liber 2184, folio 114, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.


Charles H. Bandy
Director

Recorded September 21, 1960 at 12:14 P.M. Liber 9
ART ASSOCIATES, INC.

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, Clyde H. Roberts, whose post office address is 215 N. Colonial Drive, Hagerstown, Md., Richard E. Kline, whose post office address is Dual Heights, Hagerstown, Md., R. D. 1, Bruce Etchison, whose post office address is 219 N. Colonial Drive, Hagerstown, Maryland, Robert E. Kinsley, whose post office address is 1825 Preston Road, Hagerstown, Maryland, and Norman Grahl, whose post office address is Smithsburg, Md., R. D. 2, each being twenty-one years of age, do hereby associate ourselves as Incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: the name of the Corporation (which is hereinafter called the Corporation) is

ART ASSOCIATES, INC.

THIRD: The purposes for which the Corporation is formed and the business or objects to be carried on by it are as follows:

1. To engage in the business of buying, selling, making, renting, exhibiting, renovating or otherwise dealing in original works of art and craft included but not limited to paintings, sculptures, designs, photographs, decorations, ornaments and original objects of art of any kind or description, or reproductions of copies thereof.
2. To Buy, sell, rent or otherwise deal in antiques, and antique reproductions of any and all kinds.
3. To Provide consulting art service to any person, firm, organization, corporation or community.
4. To undertake to fulfill any and all commissions for the design and execution of interior or exterior displays, murals, decorative objects or decorations through painting, photography, sculpture or other original art methods.
5. To operate a service of rental of any and all original works of art and craft or artistic reproductions thereof.
6. To handle on commission the sale or rental of any and all original works of art and craft or artistic reproductions thereof, made by competent and qualified artists.

In furtherance of the foregoing purposes:

7. To acquire by purchase, lease, construction or otherwise, and to equip one or more studios, shops or other establishments in which to carry on the business of the corporation, and to buy, sell, lease, manage, operate, control, develop, improve, alter or otherwise handle real and personal property of every kind necessary

to the carrying out of the business of the corporation.

8. To borrow money of any person, firm or corporation and to issue the bonds, debentures, or obligations of the corporation from time to time for any of the objects or purposes of the corporation, and to secure the same by mortgage, pledge, deed of trust, or by any other lawful means.

9. To carry on the business of the Corporation in Maryland or in any other State of the United States.

10. To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or attainment of any of the objects or the furtherance of any of the powers hereinbefore mentioned, either along or in association with any other corporations, firms or individuals, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid business or powers or any part or parts thereof, provided the same be not inconsistent with the laws under which the Corporation is organized.

FOURTH: The post office address of the principal office of the Corporation in this State is 215 N. Colonial Drive, Hagerstown, Maryland. The name and post office address of the resident agent of the Corporation in this State is Clyde H. Roberts, 215 N. Colonial Drive, Hagerstown, Maryland, Said resident agent is a citizen of this state and actually resides therein.

FIFTH: The total amount of authorized capital stock of the Corporation shall be One Hundred Thousand Dollars (\$100,000.00) par value divided into Two Thousand (2,000) shares of voting common stock of the par value of Ten Dollars (\$10.00) each, and Eight Thousand (8,000) shares of non voting preferred stock of a par value of Ten Dollars (\$10.00) each as follows:

1. The voting power of the shares of capital stock in this Corporation shall be vested wholly in the holders of the shares of common capital stock, and the preferred capital stock shall have no voting power whatever.

2. Preferred stock may be issued as and when the Board of Directors shall determine, and the holders of the preferred stock shall in case of liquidation or dissolution of the Corporation, before any amount shall be paid to the holders of common stock, be entitled to be paid at par value for their shares of preferred stock and any dividends accumulated and unpaid thereon.

3. Preferred stock, at the discretion of the Corporation, shall be subject to call or redemption of Eleven Dollars (\$11.00) per share at any time.

4. Preferred stock shall be freely transferable but voting common stock shall be transferable only by the person to whom the stock is issued by transferring back to the Corporation in exchange for payment of the par value of the

said stock, or in exchange for such other amount above the par value of the stock as the Board of Directors of the Corporation may deem advisable.

5. Voting common stock may be issued as and when the Board of Directors shall unanimously determine.

SIXTH: The number of Directors of the Corporation shall be five. The number of Directors of the Corporation may be increased or decreased from time to time pursuant to the By-Laws of the Corporation, but shall never be less than three. The names of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Clyde H. Roberts, Richard E. Kline, Bruce Etchison, Robert E. Kinsley and Norman Grahl.

SEVENTH: The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized, for cash or such other consideration as the Board of Directors may unanimously determine to be advisable, after unanimously establishing the monetary value of the consideration.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 25th day of March, 1960.

WITNESS:

Martha M. Snyder
Martha M. Snyder
Martha M. Snyder
Martha M. Snyder
Martha M. Snyder

Clyde H. Roberts (SEAL)
 Clyde H. Roberts
Richard E. Kline (SEAL)
 Richard E. Kline
Bruce Etchison (SEAL)
 Bruce Etchison
Robert E. Kinsley (SEAL)
 Robert E. Kinsley
Norman Grahl (SEAL)
 Norman Grahl

STATE OF MARYLAND, COUNTY OF WASHINGTON, to-wit:

I HEREBY CERTIFY, that on this 25th day of March, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared Clyde H. Roberts, Richard E. Kline, Bruce Etchison, Robert E. Kinsley and Norman Grahl and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal, the day and year last above written.

Catherine M. Hess
 Catherine M. Hess, Notary Public

My Commission expires May 1, 1961.

ARTICLES OF INCORPORATION
OF
ART ASSOCIATES, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

SEP 21 12 14 PM '60

LIBER ☐ FOLIO ☐
LAND ☐ RECORDS ☒ SALES ☐
G. MCELIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland April 6, 1959 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 3992

Recorded in Liber 2183, folio 292, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles A. Bridges
Director

Recorded September 21, 1960 at 12:14 P.M. Liber 9

ARTICLES OF INCORPORATION

OF

LONG MEADOW DEVELOPMENT CO., INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Franklin R. Turner, whose post office address is 140 West Washington Street, Hagerstown, Maryland; Janet L. Shryock, whose post office address is 169 Summit Avenue, Hagerstown, Maryland; and, Ernest V. Wachs, whose post office address is 116 West Washington Street, Hagerstown, Maryland, all being at least twenty-one (21) years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is LONG MEADOW DEVELOPMENT CO., INC.

THIRD: The purposes for which the Corporation is formed are as follows:

(a) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.

(b) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be

authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

(c) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(d) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes,

securities or other evidences of indebtedness created or issued by any such other corporation or association.

(e) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(F) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(g) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is 140 West Washington Street, Hagerstown, Maryland. The resident agent of the corporation is Franklin R. Turner, whose post office address is 140 West Washington Street, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock of all classes which the Corporation has authority to issue is Ten Thousand shares (10,000) of the par value of Ten Dollars (\$10.00) each, all of which shares are of one (1) class and are designated Common Stock. The aggregate value of all shares having par value is One Hundred Thousand Dollars (\$100,000.00).

SIXTH: The Corporation shall have three (3) directors and Franklin R. Turner, Janet L. Shryock and Ernest V. Wachs shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of any class, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(c) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working

capital of the Corporation; to determine whether any, and if any, what part, of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(d) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

(e) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the

time, existing to the exclusion of holders of any or all other classes at the time existing.

(f) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter.

(g) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

(h) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, We have signed these Articles of
Incorporation this 31st day of March, A.D., 1960.

Franklin R. Turner (SEAL)
Franklin R. Turner

WITNESS:

Janet L. Shryock (SEAL)
Janet L. Shryock

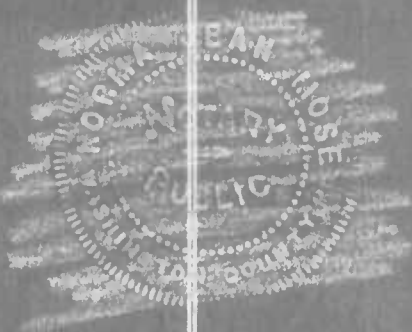
Ernest V. Wachs (SEAL)
Ernest V. Wachs

Norma Jean Mose
Norma Jean Mose

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:-

I HEREBY CERTIFY, That on this 31st day of March,
A.D., 1960, before me, the subscriber, a Notary Public of the
State of Maryland, in and for Washington County, personally appeared
Franklin R. Turner, Janet L. Shryock and Ernest V. Wachs, and
severally acknowledged the foregoing Articles of Incorporation to
be their respective act.

IN WITNESS WHEREOF, I have hereunto subscribed my name
and affixed my official Notarial Seal the day and year last above
written.



Norma Jean Mose
Norma Jean Mose
Notary Public
My Commission Expires:
May 1, 1961

ARTICLES OF INCORPORATION
OF
LONG MEADOW DEVELOPMENT CO., INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

SEP 21 12 14 PM '60

LIBER FOLIO
LAND/O/MORTG/C/S/ALTD
G. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland April 1, 1960 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 3989

Recorded in Liber 2183, folio 276, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 16.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Boutwell
Director

Recorded September 21, 1960 at 12:14 P.M. Liber 9

ARTICLES OF INCORPORATION

OF

THE COLISEUM GRILL, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Franklin R. Turner, whose post office address is 140 West Washington Street, Hagerstown, Maryland; Janet L. Shryock, whose post office address is 169 Summit Avenue, Hagerstown, Maryland; and, Ernest V. Wachs, whose post office address is 116 West Washington Street, Hagerstown, Maryland, all being at least twenty-one (21) years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is THE COLISEUM GRILL, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

(a) To hold, own, lease, manage, operate, handle, supervise or deal in cafeterias, lunch rooms, soda fountains, soft drinks, alcoholic beverages establishments and all incidentals connected therewith or in anywise related thereto.

(b) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.

(c) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner

encumber or dispose of real property wherever situated.

(d) To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

(e) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

(f) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(g) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust

certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(h) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation or association.

(i) To loan or advance money with or without security, without limit as to amount; to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights,

whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(j) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(k) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is 140 West Washington Street, Hagerstown, Maryland. The resident agent of the corporation is Franklin R. Turner, whose post office address is 140 West Washington Street, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock of all classes which the Corporation has authority to issue is Ten Thousand shares (10,000) of the par value of Ten Dollars (\$10.00) each, all of which shares are of one (1) class and are designated Common Stock. The aggregate value of all shares having par value is One Hundred Thousand Dollars (\$100,000.00).

SIXTH: The Corporation shall have three (3) directors and Franklin R. Turner, Janet L. Shryock and Ernest V. Wachs shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of any class, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the By-laws of the Corporation.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall be in any way affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(c) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and if any, what part, of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of its bonds or other evidences of indebtedness,

to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(d) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification, or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

(e) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time, existing to the exclusion of holders of any or all other classes at the time existing.

(f) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter.

(g) The Board of Directors shall have power, subject 425
to any limitations or restrictions herein set forth or imposed by
law, to classify or reclassify any unissued shares of stock,
whether now or hereafter authorized, by fixing or altering in any
one or more respects, from time to time before issuance of such
shares, the preferences, rights, voting powers, restrictions and
qualifications of, the dividends on, the times and prices of
redemption of, and the conversion rights of, such shares.

(h) The Board of Directors shall have power to declare
and authorize the payment of stock dividends, whether or not
payable in stock of one class to holders of stock of another
class or classes; and shall have authority to exercise, without a
vote of stockholders, all powers of the Corporation, whether
conferred by law or by these articles, to purchase, lease or
otherwise acquire the business, assets or franchises, in whole
or in part, of other corporations or unincorporated business
entities.

IN WITNESS WHEREOF, We have signed these Articles
of Incorporation this 31st day of March, A.D., 1960.

Franklin R. Turner (SEAL)
Franklin R. Turner

WITNESS:

Janet L. Shryock (SEAL)
Janet L. Shryock

Ernest V. Wachs (SEAL)
Ernest V. Wachs

Norma Jean Mose
Norma Jean Mose

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:-

I HEREBY CERTIFY, That on this 31st day of March,
A.D., 1960, before me, the subscriber, a Notary Public of the State
of Maryland, in and for Washington County, personally appeared
Franklin R. Turner, Janet L. Shryock and Ernest V. Wachs, and
severally acknowledged the foregoing Articles of Incorporation
to be their respective act.

IN WITNESS WHEREOF, I have hereunto subscribed my
name and affixed my official Notarial Seal the day and year last
above written.



Norma Jean Mose
Norma Jean Mose
Notary Public
My Commission Expires:-
May 1, 1961

ARTICLES OF INCORPORATION
OF
THE COLISEUM GRILL, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

SEP 21 12 14 PM '60

LIBER FOLIO
LAND RECORDS/C/SALES
G. MERLIN EBYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland April 1, 1960 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 3986

Recorded in Liber 2183, folio 256, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 18.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles M. Boutin
Director

Recorded September 21, 1960 at 12:14 P.M. Liber 9
SOUTH HAULING, INC.

ARTICLES OF AMENDMENT

THIS IS TO CERTIFY:

FIRST: That the Charter of South Hauling, Inc., a Maryland corporation, having its principal office in Hagerstown, Washington County, Maryland, (hereinafter called the Corporation), is hereby amended by striking out the name of South Hauling, Inc. of the Articles of Incorporation and inserting in lieu thereof the following:

"SOUTH TRUCK RENTAL, INC.

SECOND: That the Board of Directors of the corporation, at a meeting duly convened and held on March 17, 1960, at 10:00 o'clock A.M. duly advised the amendment of the Charter of the corporation hereinabove set forth by passing a resolution declaring that the said amendment is advisable and calling a meeting of the stockholders to take action thereon.

THIRD: That the meeting of the stockholders of the corporation, called by the Board of Directors of the corporation as aforesaid, was held at Hagerstown, Maryland, on March 17, 1960, at 11:00 o'clock A.M., pursuant to a Waiver of Notice duly executed and filed with the records of the meeting, and that at said meeting the stockholders, by the affirmative vote of the holders of two-thirds of the shares of outstanding stock of the corporation entitled to vote, duly adopted the Amendment of the Charter of the corporation hereinabove set forth.

IN WITNESS WHEREOF, South Hauling, Inc. has caused these presents to be signed in its name and on its behalf by its President, and its corporate seal to be hereto affixed, and attested by its Secretary, on March 17, 1960.

ATTEST AS TO
CORPORATE SEAL:

SOUTH HAULING, INC.


Dorothy M. South, Secretary

BY: 
Robert W. South,
President

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 17th day of March, 1960 before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Robert W. South, President of South Hauling, Inc., a Maryland Corporation, and in the name and on behalf of said Corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said Corporation; and at the same time personally appeared Dorothy M. South and made oath in due form of law that she was Secretary of the meeting of stockholders of the Corporation at which time the Amendment of the Charter of the Corporation therein set forth was adopted, and that the matters and facts set forth in said Articles of Amendment are true and correct.

WITNESS my hand and Notarial Seal the day and year last above written.

Oline R. Shupp
Notary Public

My comm. exp. 5/1/61

RECEIVED
NOTARY PUBLIC
WASHINGTON COUNTY
MARCH 17 1960

ARTICLES OF AMENDMENT
OF
SOUTH HAULING, INC.
changing its name to
SOUTH TRUCK RENTAL, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

SEP 21 12 14 PM '60

LIBER FOLIO
LAND & MORTGAGE SALES
G. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland April 13, 1960 at 9:00 o'clock A.M. as in conformity
with law and ordered recorded.

A 4090

Recorded in Liber 2184, folio 237, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles R. Rountree
Director

Recorded September 21, 1960 at 12:14 P.M. Liber 9
ARTICLES OF INCORPORATION

OF

LONG MEADOW EQUIPMENT CO., INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Franklin R. Turner, whose post office address is 140 West Washington Street, Hagerstown, Maryland; Janet L. Shryock, whose post office address is 169 Summit Avenue, Hagerstown, Maryland; and Ernest V. Wachs, whose post office address is 116 West Washington Street, Hagerstown, Maryland, all being at least twenty-one (21) years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is LONG MEADOW EQUIPMENT CO., INC.

THIRD: The purposes for which the Corporation is formed are as follows:

(a) To hold, own, lease, manage, operate, repair, service and maintain bowling alleys, bowling balls and pins, pin setters and other bowling equipment.

(b) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.

(c) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner

encumber or dispose of real property wherever situated.

(d) To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

(e) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent) carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

(f) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(g) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust

certificates for any shares of stock of, or any bonds or other securities or evidences or indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(h) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation or association.

(i) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(j) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(k) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the General Laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is 140 West Washington Street, Hagerstown, Maryland. The resident agent of the corporation

is Franklin R. Turner, whose post office address is 140 West Washington Street, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock of all classes which the Corporation has authority to issue is Ten Thousand shares (10,000) of the par value of Ten Dollars (\$10.00) each, all of which shares are of one (1) class and are designated Common Stock. The aggregate value of all shares having par value is One Hundred Thousand Dollars (\$100,000.00).

SIXTH: The Corporation shall have three (3) directors and Franklin R. Turner, Janet L. Shryock and Ernest V. Wachs shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of any class, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that

any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(c) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and if any, what part, of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(d) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

(e) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time, existing to the exclusion of holders of any or all other classes at the time existing.

(f) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter.

(g) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by

law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

(h) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation this 31st day of March, A.D., 1960.

Franklin R. Turner (SEAL)
Franklin R. Turner

WITNESS:

Janet L. Shryock (SEAL)
Janet L. Shryock

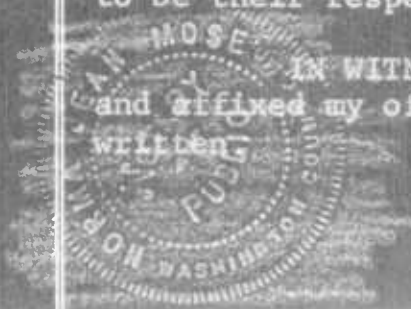
Ernest V. Wachs (SEAL)
Ernest V. Wachs

Norma Jean Mose
Norma Jean Mose

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:-

I HEREBY CERTIFY, That on this 31st day of March, A.D., 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Franklin R. Turner, Janet L. Shryock and Ernest V. Wachs, and severally acknowledge the foregoing Articles of Incorporation to be their respective act.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my official Notarial Seal the day and year last above written.



Norma Jean Mose
Norma Jean Mose, Notary Public
My Comm. Expires: May 1, 1961

ARTICLES OF INCORPORATION
OF
LONG MEADOW EQUIPMENT CO., INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

SEP 21 12 14 PM '60

LIBER 10110
LAND & MARINE
G. MERLIN SWYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland April 1, 1960 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 3982

Recorded in Liber 2183, folio 231, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 16.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Bartles
Director

Recorded September 21, 1960 at 12:14 P.M. Liber 9

GENERAL RECREATION, INC.

ARTICLES OF AMENDMENT

General Recreation, Inc., a Maryland corporation having its principal office in Washington County, Maryland (hereinafter called the Corporation) hereby certifies to State Department of Assessments and Taxation that:

FIRST: The Charter of the Corporation is hereby amended by striking out the first paragraph of Paragraph FIFTH and paragraph PREFERRED STOCK (A) and inserting in lieu thereof the following:

FIFTH: The total number of shares of stock of all classes which the Corporation has authority to issue is thirty-one thousand four hundred (31,400) shares divided into fourteen/^{hundred}(1,400) shares of Preferred Stock of the par value of One Hundred (\$100.00) Dollars each and thirty thousand (30,000) shares of Common Stock of the par value of Ten (\$10.00) Dollars each. The aggregate par value of all shares having par value of all classes is Four Hundred Forty Thousand (\$440,000.00) Dollars.

PREFERRED STOCK

(A) DIVIDENDS. The holders of the Preferred Stock shall be entitled to receive from the surplus or net profits of the Corporation when and as declared by its board of directors dividends at the rate of Five (\$500) Dollars per share per annum, payable at dates to be fixed by the board of directors. Such dividends shall be cumulative and shall be payable after being declared before any dividend shall be paid or set apart on the Common Stock. The Preferred Stock shall not be entitled to participate in or receive any dividend or share of profits, whether payable in cash, stock or property, in excess of the aforesaid cumulative dividends.

SECOND: The Board of Directors of the Corporation at a meeting duly convened and held on March 29, 1960 adopted a resolution in which was set forth the foregoing Amendments to the Charter declaring that the

said Amendments of the Charter were advisable and directing that they be submitted for action thereon at a special meeting of the stockholders of the Corporation to be held on April 14, 1960.

THIRD: Notice setting forth a summary of the changes to be effected by said Amendments of the Charter and stating that the purpose of the meeting of the stockholders would be to take action thereon, was given, as required by law, to all stockholders of the Corporation.

FOURTH: The Amendments of the Charter of the Corporation as hereinabove set forth were approved by the stockholders of the Corporation at said meeting by the unanimous vote of all the stock entitled to vote at said meeting.

FIFTH: The Amendments of the Charter of the Corporation as hereinbefore set forth have been duly advised by the Board of Directors and approved by the stockholders of the Corporation.

SIXTH: (a) The total number of shares of all classes of stock of the Corporation heretofore authorized is seventy-four hundred (7,400), divided into fourteen hundred (1,400) shares of Preferred Stock of the par value of One Hundred (\$100.00) Dollars per share and six thousand (6,000) shares of Common Stock of the par value of Ten (\$10.00) Dollars per share.

(b) The total number of shares of all classes of stock of the Corporation as increased is thirty-one thousand four hundred (31,400), divided into fourteen hundred (1,400) shares of Preferred Stock of the par value of One Hundred (\$100.00) Dollars per share and thirty thousand (30,000) shares of Common Stock of the par value of Ten (\$10.00) Dollars per share.

(c) A description of each class of stock of the Corporation with the preferences, conversion and other rights, voting powers, restrictions, limitations as to dividends, and qualifications, of each class of the authorized capital stock as increased are as set forth in the Charter of the Corporation as amended.

IN WITNESS WHEREOF, General Recreation, Inc. has caused these presents

to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary on the 27th day of April, 1960.

ATTEST TO CORPORATE SEAL:

Omer T. Kaylor, Jr., Secretary

GENERAL RECREATION, INC.

BY John Young
John Young, President

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 27th day of April, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared John Young, President of General Recreation, Inc., a Maryland corporation, and in the name and on behalf of said Corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said Corporation, and at the same time personally appeared Omer T. Kaylor, Jr. and made oath in due form of law that he was Secretary of the meeting of the stockholders of said Corporation at which the Amendments of the Charter of the Corporation therein set forth were approved, and that the matters and facts set forth in said Articles of Amendment are true to the best of his knowledge, information and belief.

WITNESS my hand and Notarial Seal.

NOTARY
PUBLIC

Anna C. Delosier

Anna C. Delosier
Notary Public

My commission expires: May 1, 1961

ARTICLES OF AMENDMENT
OF
GENERAL RECREATION, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

SEP 21 12 14 PM '60

LIBER
LAND & CASUALTIES
G. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland April 29, 1960 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 4330

Recorded in Liber 2186, folio 377, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 48.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Baiter
Director

HEPBURN ORCHARDS, INCORPORATED

STOCK ISSUANCE STATEMENT

Recorded September 21, 1960 at 12:14 P.M. Liber 9

Hepburn Orchards, Incorporated, a Maryland corporation having its principal office in Hancock, Washington County, Maryland, (hereinafter called the Corporation), hereby certifies to the State Tax Commission of Maryland, that:

The Corporation has authorized the issuance of Four Hundred (400) shares of the Common Capital Stock of the Corporation for the following consideration, namely; the actual value of which, as determined by the Board of Directors, is not less than One Hundred Ninety Thousand Six Hundred Forty-Three Dollars and Twenty-Two Cents (\$190,643.22) being all of the assets of the sole proprietorship formerly operated by Edward W. Hepburn and Olive D. Hepburn, T/A Hepburn Orchards, Hancock, Maryland.

The actual value of the consideration to be received by the Corporation, as determined by the Board of Directors, is at least equal to the par value of shares to be issued.

The issuance of said shares of stock on the terms above set forth was duly authorized by the Board of Directors of the Corporation at a meeting held on January 2, 1959.

In Witness Whereof, the Hepburn Orchards, Incorporated, has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary on January 2, 1959.

HEPBURN ORCHARDS, INCORPORATED

BY

Edward W. Hepburn
Edward W. Hepburn, President

ATTEST,

Olive D. Hepburn
Olive D. Hepburn, Secretary

STATE OF MARYLAND, COUNTY OF WASHINGTON: To-wit:

I hereby Certify, that on January 2, 1959, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared Edward W. Hepburn, President of Hepburn Orchards, Incorporated, a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Stock Issuance Statement to be the corporate act of said corporation; and at the same time personally appeared Olive D. Hepburn, and made oath in due form of law that she was Secretary of the organization meeting of the Board of Directors of said corporation at which the issuance of the stock therein mentioned was finally approved, and that the matters and facts set forth in said statement are true and correct to the best of her knowledge, information and belief.

Witness my hand and Notarial Seal, the day and year last above written.

My Commission Expires:

May 4, 1959

Catherine M. Hess
Catherine M. Hess,

Notary Public

X444

STOCK ISSUANCE STATEMENT
OF
HEPBURN ORCHARDS, INCORPORATED

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

SEP 21 12 14 PM '60

LIBER FOLIO
LAND C/MORTG C/SALE
G. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland April 1, 1960 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 3957

Recorded in Liber 2183, folio 106, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.


Director

ARTICLES OF SALE

THIS IS TO CERTIFY:

1. That Hardware Center of Hagerstown, Inc., a Maryland Corporation, transferor, has sold unto Miller's, Inc., a Maryland Corporation, transferee, all of said transferor's real estate and improvements thereon, the same being situate on the East side of North Potomac Street, in the City of Hagerstown, in Washington County, State of Maryland.

2. That the name of the transferee is Miller's, Inc., a Maryland Corporation, the post office address of which, and the principal place of business of which is No. 2 North Potomac Street, in the City of Hagerstown, Washington County, State of Maryland.

3. That the transferor is Hardware Center of Hagerstown, Inc., a corporation duly incorporated under the laws of the State of Maryland, and the transferee is Miller's, Inc., a corporation duly incorporated under the laws of the State of Maryland.

4. That the total purchase price for the above mentioned property is Seventy Thousand (\$70,000.00) Dollars, which sum has been fully paid by the transferee to the transferor, in cash.

5. That the principal office of the transferor is located in Washington County, State of Maryland, and the real estate sold as aforesaid, was the only real estate owned by the transferor, and that the principal office of the transferee is located in Washington County, State of Maryland.

6. That these Articles of Sale were duly advised by the Board of Directors and approved by the Stockholders of the transferor corporation in the manner and by the vote required by Chapter 135 of the laws of Maryland, 1951 (Section 70 of Article 23, of the Annotated Code of Maryland, 1957 Edition).

7. That the transfer to be effected was duly

advised, authorized and approved in the manner and by the vote required by the Charter of the transferee corporation, and by the laws of the State of Maryland.

WITNESS the corporate name of the transferor duly signed by Henry K. Testerman, its President, and its corporate seal hereunto affixed and duly attested by Edward L. Pomeroy, its Secretary, and the corporate name of the transferee duly signed by Joseph F. Brenner, its Vice-President, and its corporate seal hereunto affixed and duly attested by Marie E. Allen, its Secretary.

Attest:

HARDWARE CENTER OF HAGERSTOWN, INC.

By Henry K. Testerman
Henry K. Testerman, President

Edward L. Pomeroy
Edward L. Pomeroy, Secretary

MILLER'S, INC.

Attest:

By Joseph F. Brenner
Joseph F. Brenner, Vice-President

Marie E. Allen
Marie E. Allen, Secretary

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 1st day of APRIL A.D., 1960, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Henry K. Testerman, the President of Hardware Center of Hagerstown, Inc., transferor corporation, and acknowledged the foregoing Articles of Sale to be the act of said Corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Notarial Seal.

Roy E. Bohrer
Roy E. Bohrer

Notary Public

My commission expires:
May 1, 1961

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

447

I HEREBY CERTIFY, that on this 1st day of April A.D., 1960, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared, Joseph F. Brenner, the Vice-President of Miller's, Inc., transferee corporation, and acknowledged the foregoing Articles of Sale to be the act of said Corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Notarial Seal.

Ethel P. Stephey
Ethel P. Stephey Notary Public

My commission expires:
May 1, 1961

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 1st day of April A.D., 1960, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Charles McKee, and made oath in due form of law that he was the chairman of the Special Meeting of the Stockholders of Hardware Center of Hagerstown, Inc., at which the foregoing Articles of Sale were approved, and that the matters and facts set forth in the foregoing Articles of Sale with respect to authorization and approval on the part of the transferor are true to the best of his knowledge, information and belief.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my Notarial Seal.

Roy E. Bohrer
Roy E. Bohrer Notary Public

My commission expires:
May 1, 1961

STATE OF MARYLAND, COUNTY OF WASHINGTON to-wit:

I HEREBY CERTIFY, that on this 1st day of April, A.D., 1960, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Jacob Miller, President of Miller's, Inc., a Maryland Corporation, and made oath in due form of law that there was a Special Meeting of the Stockholders of Miller's, Inc., at which the foregoing Articles of Sale were approved, and that the matters and facts set forth in the foregoing Articles of Sale with respect to authorization and approval on the part of the transferee are true to the best of his knowledge, information and belief.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Notarial Seal.

Ethel P. Stephey
Ethel P. Stephey Notary Public

My commission expires:
May 1, 1961

ARTICLES OF SALE

OF
 HARDWARE CENTER OF HAGERSTOWN, INC.
 to
 MILLER'S, INC. - transferee

STATE OF MD.
 WASHINGTON COUNTY
 RECEIVED FOR RECORD
 SEP 21 12 14 PM '60
 LIBER FOLIO
 LAND CLERK
 G. MERLIN SNYDER
 CLERK

approved and received for record by the State Department of Assessments and Taxation
 of Maryland April 7, 1960 at 9:00 o'clock A. M. as in conformity
 with law and ordered recorded.

A 3970

Recorded in Liber 2183, folio 168, one of the Charter Records of the State
 Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$ 10.00
2.00 Certf. to Land Rec. Off. of Wash. Co.
 \$ 12.00

To the clerk of the Circuit

Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
 has been received, approved and recorded by the State Department of Assessments and Taxation
 of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Bontgen
 Director

STOCK ISSUANCE STATEMENT

MB ENTERPRISES INC. A MARYLAND CORPORATION HAVING ITS PRINCIPAL OFFICE IN WASHINGTON COUNTY, MARYLAND (HEREINAFTER CALLED THE CORPORATION), HEREBY CERTIFIES TO THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND, THAT:

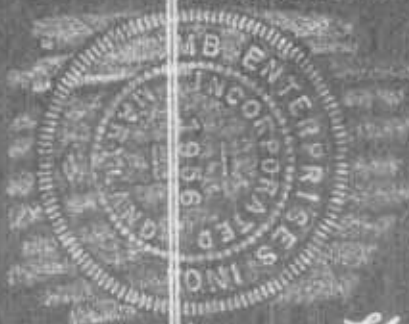
FIRST: THE CORPORATION HAS AUTHORIZED THE ISSUANCE OF EIGHT HUNDRED (800) FULLY PAID AND NON-ASSESSABLE SHARES OF THE PAR VALUE OF TEN (\$10.00) DOLLARS PER SHARE OF COMMON STOCK OF THE CORPORATION, TO WIT, FOUR HUNDRED (400) SHARES TO THOMAS CHARLES BLICKENSTAFF AND FOUR HUNDRED (400) SHARES TO JOHN THOMAS REYNOLD FOR THE FOLLOWING CONSIDERATION, NAMELY: THE ASSIGNMENT, SALE AND TRANSFER TO THE CORPORATION OF ALL RIGHT, TITLE AND INTEREST OF THE SAID THOMAS CHARLES BLICKENSTAFF AND JOHN THOMAS REYNOLD TRADING AS SNOW WHITE LAUNDROMAT, OF ALL THE TANGIBLE ASSETS OF SAID BUSINESS COMPRISING A LAUNDRY BUSINESS CONDUCTED AT HANCOCK, MARYLAND INCLUDING ALL EQUIPMENT, FURNITURE, FIXTURES, LEASES, AND CONTRACTS AND ANY AND ALL ASSETS OF SAID BUSINESS AND SUBJECT TO ALL ACCOUNTS PAYABLE AND OTHER OBLIGATIONS OF SAID BUSINESS FOR THE FOLLOWING CONSIDERATION, THE ACTUAL VALUE OF WHICH AS DETERMINED BY THE BOARD OF DIRECTORS IS NOT LESS THAN EIGHT THOUSAND (\$8,000.00) DOLLARS.

SECOND: (A) AT THE TIME OF AUTHORIZATION OF THE ISSUANCE OF SUCH SHARES OF STOCK THERE WERE NO SHARES OF STOCK OF ANY CLASS OF THE CORPORATION OUTSTANDING AND ENTITLED TO VOTE; AND

(B) THE ACTUAL VALUE OF THE CONSIDERATION TO BE RECEIVED BY THE CORPORATION, AS DETERMINED BY THE BOARD OF DIRECTORS IS AT LEAST EQUAL TO THE PAR VALUE OF THE SHARES TO BE SO ISSUED; AND

(C) THE ISSUANCE OF SAID SHARES OF STOCK ON THE TERMS ABOVE SET FORTH WAS DULY AUTHORIZED BY THE BOARD OF DIRECTORS OF THE CORPORATION AT A MEETING HELD ON MARCH 31, 1960.

IN WITNESS WHEREOF, MB ENTERPRISES INC. HAS CAUSED THESE PRESENTS TO BE SIGNED IN ITS NAME AND ON ITS BEHALF BY ITS PRESIDENT, AND ITS CORPORATE SEAL TO BE HEREUNTO AFFIXED AND ATTESTED BY THE SECRETARY ON APRIL 18, 1960.



MB ENTERPRISES INC.

BY John Thomas Reynold
JOHN THOMAS REYNOLD
PRESIDENT

ATTEST: Florence Blickenstaff
FLORENCE BLICKENSTAFF
SECRETARY

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY THAT ON APRIL 18, 1960 BEFORE ME, THE SUBSCRIBER, A NOTARY PUBLIC OF THE STATE OF MARYLAND IN AND FOR THE COUNTY OF WASHINGTON, PERSONALLY APPEARED JOHN THOMAS REYNOLD, PRESIDENT OF MB ENTERPRISES INC., A MARYLAND CORPORATION, AND IN THE NAME OF AND ON BEHALF OF SAID CORPORATION ACKNOWLEDGED THE FOREGOING STOCK ISSUANCE STATEMENT TO BE THE CORPORATE ACT OF SAID CORPORATION; AND AT THE SAME TIME PERSONALLY APPEARED FLORENCE BLICKENSTAFF AND MADE OATH IN DUE FORM OF LAW THAT SHE WAS SECRETARY OF THE MEETING OF THE BOARD OF DIRECTORS OF SAID CORPORATION AT WHICH THE ISSUANCE OF THE STOCK THEREIN MENTIONED WAS

FINALLY APPROVED AND THAT THE MATTERS AND FACTS SET FORTH
IN SAID STATEMENT ARE TRUE TO THE BEST OF HER KNOWLEDGE,
INFORMATION AND BELIEF.

WITNESS MY HAND AND OFFICIAL NOTARIAL SEAL THE DAY AND
YEAR LAST ABOVE WRITTEN.

Pearl L. Gehr
NOTARY PUBLIC, Pearl L. Gehr.

My COMMISSION EXPIRES: May 1, 1961.

STOCK ISSUANCE STATEMENT
OF
MB ENTERPRISES INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
SEP 21 12 14 PM '60
LIBER FOLIO
LAND ☐ MORTG ☐ SALE ☐
G. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland April 20, 1960 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 4180

Recorded in Liber 2185, folio 157, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Hantgen
Director

Recorded November 1, 1960 at 12:05 P.M. Liber 9
Receipt No. 181550

ARTICLES OF INCORPORATION

OF

THE LONGBRANCH DISTRIBUTORS, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Earl S. Reed, whose postoffice address is Hancock, Maryland, Leonard S. Humelsine, whose postoffice address is 1134 Potomac Avenue, Hagerstown, Maryland, and Leona E. Humelsine, whose postoffice address is 1134 Potomac Avenue, Hagerstown, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is: THE LONGBRANCH DISTRIBUTORS, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

a. To engage in, conduct, and carry on in all its branches the business of brewers, maltsters, distillers, and manufacturers of, and merchants and dealers in, beverages of any and every character that may be lawfully manufactured, distributed, sold, or otherwise disposed of, in accordance with the laws of the United States and the states in which this corporation may be operating or dealing; and more especially, but not exclusively, to buy and sell, either at wholesale or retail, or both, distribute, handle, import, export, manufacture, distill, rectify, refine, purify, mix, brew, compound, produce, and treat, and in any and all ways to market and prepare for market, handle, distribute, and generally deal and traffic in and with beer, near-beer, ale, porter, stout, malt, hops, grain, meal, yeast, wines and other

vinous products, distilled spirits, and all lawful alcoholic and nonalcoholic liquors, liquids and solids for beverage and non-beverage purposes, together with all soft drinks, bottled waters, aerated, mineral, carbonated, distilled, and other waters, fruit juices, extracts, and syrups of every kind and nature.

b. To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.

c. To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.

d. To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

e. To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

f. To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights,

processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

g. To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers, and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

h. To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation or association.

i. To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures,

notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

j. To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

k. To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and

provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The postoffice address of the principal office of the Corporation in this State is Rear 1101 Virginia Avenue, Hagerstown, Maryland. The resident agent of the Corporation is Leonard S. Humelsine, whose postoffice address is 1134 Potomac Avenue, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is ten thousand (10,000) shares, without par value, all of which shares are of one class and are designated common stock. Dividends may be declared on the common stock; and each share of common stock shall entitle the holder thereof to one vote in all proceedings in which action shall be taken by stockholders of the Corporation.

SIXTH: The Corporation shall have no less than three (3) nor more than seven (7) directors and Earl S. Reed, Leonard S. Humelsine and Leona E. Humelsine shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

a. The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and, if any, what part, of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the

Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 6th day of May, 1960.

Earl S. Reed
Earl S. Reed

Leonard S. Humelsine
Leonard S. Humelsine

WITNESS:

Leona E. Humelsine
Leona E. Humelsine

Evelyn A. Hamlet

STATE OF MARYLAND)
COUNTY OF WASHINGTON) ss.

THIS IS TO CERTIFY, that on this 6th day of May, A. D. 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared EARL S. REED, LEONARD S. HUMELSINE and LEONA E. HUMELSINE and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal the day and year first above written.

Evelyn A. Hamlet
Notary Public
My Commission Expires May 1, 1961



ARTICLES OF INCORPORATION
OF
THE LONGBRANCH DISTRIBUTORS, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

MAY 1 12 05 PM '60

FOLIO
IND. C/MOV. G. C/SN. LEC.
G. MERLIN SNYDER
CLERK

Receipt No. 18550

approved and received for record by the State Department of Assessments and Taxation
of Maryland May 13, 1960 at 10:12 o'clock A. M. as in conformity
with law and ordered recorded.

A 4561

Recorded in Liber 2188, folio 603, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 10.00 Recording fee paid \$ 12.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles M. Bantz
Director

Recorded November 1, 1960 at 12:05 P.M. Liber 9
Receipt No. 181550

ARTICLES OF INCORPORATION

OF

"STODDARD SUPPLY COMPANY, INCORPORATED"

THIS IS TO CERTIFY:

1. That We, Roland Graham Stoddard, Ruth Elizabeth Stoddard, and Donald Eugene Smith, all of Hagerstown, Washington County, Maryland, all being of full legal age, do under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

2. The name of the corporation is

"STODDARD SUPPLY COMPANY, INCORPORATED".

3. The purposes for which and any of which this corporation is formed and the business or objects to be carried on and promoted by it are as follows:

a. To manufacture, purchase, sell both wholesale and retail television and radio equipment and parts of all kinds and description.

b. To purchase and sell wholesale all types of electronic and electrical equipment and tools, machinery, in fact to buy and sell all merchandise having any relation to the electrical-radio-television and electronics industry.

c- To engage in and carry on a business of importing, exporting, manufacturing, producing, buying and sell and otherwise dealing in and with goods, wares and merchandise of any and every class or description.

d- To engage in and carry on any other business which may be conveniently included in connection with any of the business of this corporation which business is principally the buying and selling of television and radio equipment and parts of all kinds, and electronic equipment, tools and machinery of all kinds.

e- To purchase, lease, hire or otherwise acquire,

hold or develop, improve and dispose of and to aid and subscribe towards the acquisition, development or improvement of any real and personal property and rights and privileges therein suitable or convenient for any of the business.

f- To purchase, lease, hire or otherwise acquire, hold, own, construct, erect, improve, manage and operate and to aid and subscribe towards the acquisition of, construction and improvement of mills, factories, plants, works, buildings, machinery and equipment and facilities or any other property or appliances which may appertain or be used for and in the conduct of any of the business of the corporation.

g- To acquire all or any part of the good will, rights, property and business of any person, firm or organization, association or corporation heretofore or hereafter engaged in, any business similar to any business which the corporation has the power to conduct and hold, utilize, enjoy and in any manner dispose of the whole or any part of the rights, property and business so acquired and to assume in connection therewith any liability of any such person, firm, association or corporation.

h- To apply for and obtain, purchase or otherwise acquire any patents, copyrights, licenses, trade-marks, trade-names, rights, processes, formulae and the like which may seem capable of being used for any of the purposes of the Corporation, and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

i- To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of any shares of stock of, or voting trust certificates for any share of stock of, or any bonds of other securities or evidences of indebtedness issued or created by any other Corporation or association, organized under the Laws of the State of Maryland, or any other state, territory, district, colony or dependency of the United States of America, or any foreign coun-

try; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of the Corporation.

j- And in general to carry on any lawful business and to have and exercise all powers, rights, privileges carried on, conferred upon the corporation of this character by the said general laws of the State of Maryland upon corporations formed thereunder and to exercise and enjoy all powers, rights and privileges granted to or conferred upon a corporation of this character by the General Laws now or hereafter enforced; the enumeration of certain powers as herein specified are not intended to exclude any such powers, rights or privileges.

4. The principal office of the said Corporation in the State of Maryland will be located at 354 South Cannon Avenue, in Hagerstown, Washington County, Maryland, and the resident agent of said Corporation in the State of Maryland is Roland Graham Stoddard, whose address is 354 South Cannon Avenue, Hagerstown, Maryland, said agent is a resident of the State of Maryland, and actually resides therein.

5. The total amount of the authorized capital stock of the Corporation is One Hundred Thousand (\$100,000.00) DOLLARS. Of the authorized capital stock, there shall be One Thousand (1,000) shares of the par value of One Hundred (\$100.00) Dollars per share in common stock.

The following is a description of the class of stock with the voting powers, restrictions and qualifications thereof:

COMMON STOCK

The Common Stock shall be vested with exclusive voting power for the election of the Directors and for all other purposes except as may be otherwise provided by Statute.

And the Board of Directors shall have the power subject to any limitations or restrictions set forth in the Charter and to the limitations or restrictions set forth with respect to Charter Amendments to classify or reclassify any unissued stock by fixing or altering in any one or more specified respects from time to time before the issuance of said stock the preference voting powers, instructions and qualifications of, the fixed annual dividends on and the terms and prices of redemption of such stock.

6. The Board of Directors are hereby empowered to authorize the issuance from time to time of not exceeding One Thousand (1,000) shares fully paid and non assessable shares of Common Stock of the Corporation for money not less than One Hundred (\$100.00) Dollars per share thereof subject to such restrictions, if any, as may be set forth in the By-Laws of the Corporation.

7. The said Corporation shall have three (3) directors, Roland Graham Stoddard, Ruth Elizabeth Stoddard and Donald Eugene Smith who shall act as such until the First Annual Meeting, or until their successors are duly chosen and qualified.

8. The management of the property, business and affairs of the Corporation shall be vested in the Board of Directors who shall dictate its general business policy, and subject to any provisions or laws of the State of Maryland, or to the vote of its stockholders to determine all matters and questions pertaining to the business and affairs. In addition to the aforesaid business powers and to the powers conveyed by the Statute, the Board of Directors shall have the power to fix and vary amounts to be

reserved as working capital; to direct and determine the use and disposition of any surplus and net profits over and above the capital stock paid in; to determine whether any, and if any, what part of any surplus or net profits shall be declared in dividends, and when to be paid to the Stockholders; and at its discretion the Board of Directors may use and apply any surplus, or accumulated profits in purchasing or acquiring bonds or other obligations.

9. The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the Directors and Stockholders:

The Board of Directors of the Corporation is hereby empowered to authorize the issuance of Six Hundred Fifty Share of fully paid and non-assessable stock of the par value of One Hundred (\$100.00) Dollars each of Common Stock to Mr. Roland Graham Stoddard, for the following consideration, Sixty Five Thousand (\$65,000.00) Dollars interest of the business conducted by the said Roland Graham Stoddard, individually, at 354 South Cannon Avenue, Hagerstown, Maryland, doing business as Stoddard Supply Company, which consists of the stock, parts and equipment, supplies, typewriters, adding machines, stationery, etc., located at the place of business, 354 South Cannon Avenue, Hagerstown, Maryland.

10. The Board of Directors are hereby empowered to authorize the issuance from time to time of shares of its stock of any class whether now or hereafter authorized for such considerations as the Board of Directors may deem advisable subject to such restrictions or limitations if any as set forth in the By-laws of the Corporation.

11. The duration of the Corporation shall be perpetual.

12. The above granted powers to the corporation and Board of Directors thereof are in furtherance of and not in limitation of the general powers conferred by law upon the Board of Directors of the Corporation.

IN WITNESS WHEREOF, We have hereunto set out hands and
Seals this 25th day of May, A. D., 1960.

WITNESS:

Roland Graham Stoddard (SEAL)
ROLAND GRAHAM STODDARD

Ruth Elizabeth Stoddard (SEAL)
RUTH ELIZABETH STODDARD

Margaret S. Greene
MARGARET S. GREENE

Donald Eugene Smith (SEAL)
DONALD EUGENE SMITH

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

On this 25th day of May, A. D., 1960, before me,
the undersigned Officer, a Notary Public of the State and County
aforesaid, personally appeared Roland Graham Stoddard and Ruth
Elizabeth Stoddard and Donald Eugene Smith, all of whom being
personally known to me to be the persons whose names are subscrib-
ed to the foregoing Certificate of Incorporation, and did
acknowledge the foregoing to be their joint and respective act
and deed, and further that they executed the same for the
purposes therein contained.

WITNESS my hand and Official Notarial Seal.

Margaret S. Greene
MARGARET S. GREENE
Notary Public

My Comm. Ex: May 1, 1961

ARTICLES OF INCORPORATION
OF
STODDARD SUPPLY COMPANY, INCORPORATED

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

Nov 1 12 05 PM '60

LEON FOLIO
LAND RECORDS/C/SALES
C. MICHAEL SWYDER
CLERK

Receipt No. 181550

approved and received for record by the State Department of Assessments and Taxation
of Maryland May 26, 1960 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 4826

Recorded in Liber 2191, folio 184, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 12.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles M. Boyle
Director

Recorded November 1, 1960 at 12:05 P.M. Liber 9
Receipt No. 181550

ARTICLES OF INCORPORATION

OF

HOLIDAY ACRES, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Herman F. Stouffer, whose postoffice address is Route #2, Smithsburg, Maryland; Martha A. Stouffer, whose postoffice address is Route #2, Smithsburg, Maryland, and Roland C. Ready, whose postoffice address is Second National Bank Building, Hagerstown, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is:

HOLIDAY ACRES, INC.

THIRD: The purposes for which the corporation is formed are as follows:

(a) To purchase, hold, sell, improve and lease real estate and mortgage and incumber the same and to erect, manage, care for and maintain, extend and alter buildings thereon.

(b) To own, acquire, buy and sell real estate, and any interest of any kind whatsoever therein, and to carry on a general real estate and construction business in connection therewith.

(c) To own, buy, sell, lease, exchange and deal in lands and real estate; to erect buildings and improvements thereon; to borrow and loan money on real estate and other security, to do a general insurance business, and in general to exercise and perform any and all other powers, necessary, incident or convenient to the business aforesaid.

(d) To acquire by purchase or lease, or otherwise, lands and interests in lands and to own, hold, improve, develop and manage

any real estate so acquired and to erect or cause to be erected on any lands owned, held or occupied by the corporation, buildings or other structures with their appurtenances, and to rebuild, enlarge, alter or improve any buildings or other structures now or hereafter erected on any lands so owned, held or occupied, and to mortgage, sell, lease or otherwise dispose of any lands or interests in lands and in buildings or other structures, and any stores, shops, suites, rooms or parts of any buildings or other structures at any time owned or held by the corporation.

(e) To buy or otherwise acquire real estate, and to subdivide, plat and sell the same, and generally to buy, sell and deal in real and personal property of every kind and description in such manner, and upon such terms as the board of directors may determine; to act as trustee and in every kind of fiduciary capacity, and generally to do all things necessary or convenient which are incident to or connected with the general business above mentioned, which a natural person might or could do.

(f) To manufacture, purchase, or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.

(g) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.

(h) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises

or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

(i) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(j) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers, and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(k) To guarantee the payment of dividends, upon any shares of stock of, or the performance of any contract by, and other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation or association.

(l) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(m) To carry on any of the businesses hereinbefore enumerated for itself, or for account of other, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(n) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the

generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The postoffice address of the principal office of the Corporation in this State is Holiday Acres, Inc., Route #2, Smithsburg, Maryland. The resident agent of the Corporation is Herman F. Stouffer, whose postoffice address is Route #2, Smithsburg, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is One Thousand (1,000) shares of the par value of One Hundred (\$100.00) Dollars each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is One Hundred Thousand (\$100,000.00) Dollars.

SIXTH: The Corporation shall have three (3) directors and Herman F. Stouffer, Martha A. Stouffer and Roland C. Ready shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting, and regulating the powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of any class, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporations; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereate to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 25th day of May, 1960.

WITNESS:

Alice X. Huntzberg

Herman F. Stouffer
Herman F. Stouffer

Alice X. Huntzberg

Martha A. Stouffer
Martha A. Stouffer

Alice X. Huntzberg

Roland C. Ready
Roland C. Ready

STATE OF MARYLAND

COUNTY OF Washington

} ss.

THIS IS TO CERTIFY, that on the 25th day of May, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Herman F. Stouffer, Martha A. Stouffer and Roland C. Ready, and severally acknowledged the forgoing Articles of Incorporation to be their respective act.

WITNESS my hand and Official Notarial Seal.

Alice X. Huntzberg
Notary Public

My Commission Expires:
May 1, 1961



ARTICLES OF INCORPORATION
OF
HOLIDAY ACRES, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

Nov 1 12 05 PM '60

CLERK
J. MERLIN SNYDER
LAND RECORDS SECTION

Receipt No. 18/550

approved and received for record by the State Department of Assessments and Taxation
of Maryland May 26, 1960 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 4840

Recorded in Liber 3191, folio 267, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 11.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles A. Bontgen
Director

Recorded November 1, 1960 at 12:05 P.M. Liber 9, Receipt No. 181550

ARTICLES OF INCORPORATION

OF

SCENIC VIEW HOMES, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Plummer E. Koontz, whose postoffice address is Route #2, Boonsboro, Maryland; Ethel Koontz, whose postoffice address is Route #2, Boonsboro, Maryland, and Herman F. Stouffer, whose postoffice address is Route #2, Smithsburg, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is:

SCENIC VIEW HOMES, INC.

THIRD: The purposes for which the corporation is formed are as follows:

(a) To purchase, hold, sell, improve and lease real estate and mortgage and incumber the same and to erect, manage, care for and maintain, extend and alter buildings thereon.

(b) To own, acquire, buy and sell real estate, and any interest of any kind whatsoever therein, and to carry on a general real estate and construction business in connection therewith.

(c) To own, buy, sell, lease, exchange and deal in lands and real estate; to erect buildings and improvements thereon; to borrow and loan money on real estate and other security, to do a general insurance business, and in general to exercise and perform any and all other powers, necessary, incident or convenient to the business aforesaid.

(d) To acquire by purchase or lease, or otherwise, lands and interests in lands and to own, hold, improve, develop and manage

any real estate so acquired and to erect or cause to be erected on any lands owned, held or occupied by the corporation, buildings or other structures with their appurtenances, and to rebuild, enlarge, alter or improve any buildings or other structures now or hereafter erected on any lands so owned, held or occupied, and to mortgage, sell, lease or otherwise dispose of any lands or interests in lands and in buildings or other structures, and any stores, shops, suites, rooms or parts of any buildings or other structures at any time owned or held by the corporation.

(e) To buy or otherwise acquire real estate, and to subdivide, plat and sell the same, and generally to buy, sell and deal in real and personal property of every kind and description in such manner, and upon such terms as the board of directors may determine; to act as trustee and in every kind of fiduciary capacity, and generally to do all things necessary or convenient which are incident to or connected with the general business above mentioned, which a natural person might or could do.

(f) To manufacture, purchase, or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.

(g) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.

(h) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises

or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

(i) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(j) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers, and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(k) To guarantee the payment of dividends, upon any shares of stock of, or the performance of any contract by, and other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation or association.

(l) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(m) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(n) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the

generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The postoffice address of the principal office of the Corporation in this State is Holiday Acres, Route #2, Smithsburg, Maryland. The resident agent of the Corporation is Herman F. Stouffer, whose postoffice address is Route No. 2, Smithsburg, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is One Thousand (1,000) shares of the par value of One Hundred (\$100.00) Dollars each, all of which shares are of one class and are designated common stock. The aggregate par value of all shares having par value is One Hundred Thousand (\$100,000.00) Dollars.

SIXTH: The Corporation shall have three (3) directors and Plummer E. Koontz, Ethel Koontz, and Herman F. Stouffer shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting, and regulating the powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of any class, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporations; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is no interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 10th day of May, 1960.

WITNESS:

<u>Roland E. Ready</u>	<u>Plummer E. Koontz</u> Plummer E. Koontz
<u>Roland E. Ready</u>	<u>Ethel Koontz</u> Ethel Koontz
<u>Roland E. Ready</u>	<u>Herman F. Stouffer</u> Herman F. Stouffer

STATE OF MARYLAND }
COUNTY OF Washington } ss.

THIS IS TO CERTIFY, that on the 10th day of May, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Plummer E. Koontz, Ethel Koontz, and Herman F. Stouffer, and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Official Notarial Seal.



Roland E. Ready
Notary Public
My Commission Expires:
May 1, 1961

ARTICLES OF INCORPORATION
OF
SCENIC VIEW HOMES, INC.

STATE OF MDN
WASHINGTON COUNTY
RECEIVED FOR RECORD

Nov 1 12 05 PM '60

CLERK
G. MERLIN STUBBS

Receipt No. 18550

approved and received for record by the State Department of Assessments and Taxation
of Maryland May 11, 1960 at 9:00 o'clock A.M. as in conformity
with law and ordered recorded.

A 4601

Recorded in Liber 7189, folio 201, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 14.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Bowers
Director

Recorded November 1, 1960 at 12:05 P.M. Liber 9
Receipt No. 181550

ARTICLES OF INCORPORATION

OF

HEART ASSOCIATION OF WASHINGTON COUNTY, INC.

THIS IS TO CERTIFY:

FIRST: THAT WE, THE SUBSCRIBERS, DR. RICHARD A. YOUNG, WHOSE POST OFFICE ADDRESS IS 101 KING STREET, HAGERSTOWN, MARYLAND; KATHRYN H. BENTZ, WHOSE POST OFFICE ADDRESS IS 1200 OAK HILL AVENUE, HAGERSTOWN, MARYLAND; AND DR. RALPH S. STAUFFER, WHOSE POST OFFICE ADDRESS IS 145 SOUTH PROSPECT STREET, HAGERSTOWN, MARYLAND; ALL BEING AT LEAST TWENTY-ONE YEARS OF AGE, DO, UNDER AND BY VIRTUE OF THE GENERAL LAWS OF THE STATE OF MARYLAND, AUTHORIZING THE FORMATION OF CORPORATION, ASSOCIATE OURSELVES WITH THE INTENTION OF FORMING A CORPORATION BY THE EXECUTION AND FILING OF THESE ARTICLES.

SECOND: THAT THE NAME OF THE CORPORATION (WHICH IS HEREINAFTER CALLED THE CORPORATION) IS:

HEART ASSOCIATION OF WASHINGTON COUNTY, INC.

THIRD: THE PURPOSE OR PURPOSES FOR WHICH AND FOR ANY OF WHICH THE CORPORATION IS FORMED AND THE BUSINESS OR OBJECTS TO BE CARRIED ON OR PROMOTED BY IT ARE AS FOLLOWS:

(A) THE STUDY OF AND ACQUISITION, DISSEMINATION AND APPLICATION OF KNOWLEDGE CONCERNING THE NORMAL HEART AND CIRCULATION, AND THE CAUSES, DIAGNOSIS, PREVENTION, AND TREATMENT OF DISORDERS OF THE CIRCULATION AND DISEASES OF THE HEART, BLOOD VESSELS AND LYMPH VESSELS;

(B) THE GATHERING AND PUBLICATION OF INFORMATION UPON ALL ASPECTS OF SUCH DISORDERS AND DISEASES, INCLUDING STUDIES OF OCCUPATIONS SUITABLE FOR PATIENTS WITH DISEASES OR DISORDERS OF THE HEART OR CIRCULATION;

(C) THE ENCOURAGEMENT OF THE ESTABLISHMENT OF SPECIAL DISPENSARY FACILITIES FOR PATIENTS WITH SUCH DISEASES, AND OF FACILITIES FOR ADEQUATE CONVALESCENT CARE OF SUCH PATIENTS, AND THE PROMOTION OF PERMANENT

INSTITUTIONAL CARE FOR SUCH OF THEM AS ARE HOPELESSLY INCAPACITATED FOR SELF-SUPPORT;

(D) THE CONDUCT OF SUCH SIMILAR ACTIVITIES IN OTHER RELATED FIELDS OF MEDICINE AND RESEARCH OR THROUGH OTHER HEALTH ORGANIZATIONS AS MAY SEEM ADVISABLE TO ITS BOARD OF DIRECTORS;

(E) NOTHING HEREIN CONTAINED SHALL AUTHORIZE THE CORPORATION TO ESTABLISH OR MAINTAIN ANY HOSPITAL, INFIRMARY, DISPENSARY, CLINIC, HOME OR INSTITUTION FOR CONVALESCENT OR INVALID PERSONS OR A HOSPITAL SERVICE OR MEDICAL EXPENSE OR OTHER INDEMNITY PLAN, OR ESTABLISH OR CONDUCT ANY SCHOOL OR OTHER EDUCATIONAL INSTITUTION;

(F) TO SOLICIT, RECEIVE AND ENLIST FINANCIAL OR OTHER AID FROM INDIVIDUALS, TRUSTS, CORPORATIONS, ASSOCIATIONS, SOCIETIES, INSTITUTIONS OR OTHER ORGANIZATIONS OR AUTHORITIES DESIROUS OF CONTRIBUTING TO THE PURPOSES FOR WHICH THIS CORPORATION IS FORMED; TO CONDUCT AN ANNUAL FUND-RAISING CAMPAIGN OR CAMPAIGNS; AND TO RAISE MONEY BY ANY OTHER LAWFUL MEANS, FOR THE EFFECTUATION OF THE CORPORATE PURPOSES;

(G) TO OPERATE UPON A NON-PROFIT BASIS; NO PART OF ANY NET EARNINGS AND NO DIVIDENDS OR OTHER PROFITS SHALL ENURE TO THE BENEFIT OF ANY MEMBER OR INDIVIDUALS; AND NO SUBSTANTIAL PART OF THE ACTIVITIES OF THE CORPORATION SHALL BE DEVOTED TO CARRYING ON PROPAGANDA, OR, OTHERWISE, ATTEMPTING TO INFLUENCE LEGISLATION.

THE AFOREGOING ENUMERATION OF THE PURPOSES, OBJECTS AND BUSINESS OF THE CORPORATION IS MADE IN FURTHERANCE, AND NOT IN LIMITATION, OF THE POWERS CONFERRED UPON THE CORPORATION BY LAW, AND IS NOT INTENDED, BY THE MENTION OF ANY PARTICULAR PURPOSE, OBJECT OR BUSINESS, IN ANY MANNER TO LIMIT OR RESTRICT THE GENERALITY OF ANY OTHER PURPOSE, OBJECT OR BUSINESS MENTIONED, OR TO LIMIT OR RESTRICT ANY OF THE POWERS OF THE CORPORATION. THE CORPORATION IS FORMED UPON THE ARTICLES, CONDITIONS AND PROVISIONS HEREIN EXPRESSED, AND SUBJECT IN ALL PARTICULARS TO THE LIMITATIONS RELATIVE TO CORPORATIONS WHICH ARE CONTAINED IN THE GENERAL LAWS OF THIS STATE.

FOURTH: THE POST OFFICE ADDRESS OF THE PRINCIPAL

OFFICE OF THE CORPORATION IN THIS STATE IS EARLE BUILDING, HAGERSTOWN, MARYLAND. THE RESIDENT AGENT OF THE CORPORATION IS PHYLLIS C. BARR, WHOSE POST OFFICE ADDRESS IS EARLE BUILDING, HAGERSTOWN, MARYLAND. SAID RESIDENT AGENT IS A CITIZEN OF THE STATE OF MARYLAND AND ACTUALLY RESIDES THEREIN.

FIFTH: THE CORPORATION IS NOT AUTHORIZED TO ISSUE ANY CAPITAL STOCK.

SIXTH: MEMBERS MAY RESIGN OR BE REMOVED, VACANCIES MAY BE FILLED AND ADDITIONAL MEMBERS ELECTED, AS PROVIDED IN THE BY-LAWS, WHICH MAY PRESCRIBE DIFFERENT CLASSES OF MEMBERS AND PRESCRIBE THE POWERS AND DUTIES OF EACH CLASS.

SEVENTH: THE SAID CORPORATION SHALL HAVE THIRTY (30) DIRECTORS WHICH NUMBER MAY BE INCREASED OR DECREASED PURSUANT TO THE BY-LAWS OF THE CORPORATION BUT SHALL NEVER BE LESS THAN THREE (3); AND THE NAMES OF THE DIRECTORS WHO SHALL ACT AS DIRECTORS UNTIL THEIR SUCCESSORS ARE DULY CHOSEN AND QUALIFIED ARE MRS. PHYLLIS C. BARR, MRS. KATHRYN H. BENTZ, DR. RICHARD T. BINFORD, DR. DAVID R. BREWER, W. THACKARA BROWN, J. EDWARD DAVEY, MRS. HELEN R. FISHER, HARRY A. FLEIGH, WILLIAM T. GOETZ, DR. D. CROSBY GREENE, MRS. ROBERT F. HODGES, MRS. J. LEROY HOOVER, DR. JOHN H. HORNBAKER, DR. GEORGE JENNINGS, DR. B. B. KNEISLEY, CLARENCE V. LEO, LLOYD L. MALLONEE, JR., MRS. BEULAH T. MEYERS, FRANKLIN R. MILLER, MRS. ELLA OPPENHEIM, FATHER ROBERT PASSARELLI, WALTER W. POLLARD, WINCHESTER SHERMAN, DR. JOHN C. STAUFFER, DR. RALPH S. STAUFFER, MISS MABEL STEWART, JAMES F. STRINE, DR. HOWARD N. WEEKS, DR. DALTON M. WELTY AND DR. RICHARD A. YOUNG.

EIGHTH: THIS CORPORATION SHALL REGULATE ALL THE TERMS, RIGHTS AND CONDITIONS OF MEMBERSHIP BY ITS BY-LAWS. THE CORPORATION RESERVES THE RIGHT TO ALTER, CHANGE AND AMEND THE SAID BY-LAWS FROM TIME TO TIME.

NINTH: THE DURATION OF THE CORPORATION SHALL BE PERPETUAL.

IN WITNESS WHEREOF, WE HAVE SIGNED THESE ARTICLES OF INCORPORATION ON THE 16th DAY OF May, A.D., 1960.

WITNESS:

Phyllis E. Bann

Richard A. Young
DR. RICHARD A. YOUNG (SEAL)

Phyllis E. Bann

Kathryn H. Bentz
KATHRYN H. BENTZ (SEAL)

Betty S. Greiner

Ralph S. Stauffer
DR. RALPH S. STAUFFER (SEAL)

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY, THAT ON THIS 16th DAY OF May
A.D., 1960, BEFORE ME, THE SUBSCRIBER, A NOTARY
PUBLIC IN AND FOR THE STATE AND COUNTY AFORESAID, PERSON-
ALLY APPEARED DR. RICHARD A. YOUNG, KATHRYN H. BENTZ AND
DR. RALPH S. STAUFFER, AND SEVERALLY ACKNOWLEDGED THE A-
FOREGOING ARTICLES OF INCORPORATION TO BE THEIR ACT.

WITNESS MY HAND AND OFFICIAL NOTARIAL SEAL.

Thomas Eugene Lamar
NOTARY PUBLIC

ARTICLES OF INCORPORATION
OF
HEART ASSOCIATION OF WASHINGTON COUNTY, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

MAY 1 12 05 PM '60

CLERK
G. HENRY SMITH

Receipt No. 18552

approved and received for record by the State Department of Assessments and Taxation
of Maryland May 23, 1960 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 4721

Recorded in Liber *7190*, folio *227*, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Smith
Director

Recorded November 1, 1960 at 12:05 P.M. Liber 9
Receipt No. 181550

ARTICLES OF INCORPORATION

OF

HOLIDAY ACRES AND GREENVALE VILLAGE ASSOCIATION, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Wilmer E. Dunn, whose postoffice address is Route #2, Smithsburg, Maryland; Paul Hurbanis, whose postoffice address is Route #2, Smithsburg, Maryland and Roscoe D. Corderman, whose postoffice address is Route #2, Smithsburg, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation (which is hereinafter called the "Association") is:

HOLIDAY ACRES AND GREENVALE VILLAGE ASSOCIATION, INC.

THIRD; The purposes for which the association is formed are as follows:

(a) To better the existing conditions within the community; to advance educational, recreational and social functions within the community; to encourage a friendly relationship between the members of the Association; to protect the community against undesirable developments; to provide for and maintain a fund from dues or contributions from its members or by Association sponsored functions for the sole purpose of bettering the community.

(b) To purchase, lease or otherwise acquire, hold, develop, mortgage, sell, exchange, let or in any manner encumber or dispose of real property wherever situate.

(c) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, encumber or dispose of any personal

property used for civic improvement by way of amusements, playgrounds or any other community facilities.

The foregoing enumeration of the purposes, objects and business of the Association is made in furtherance, and not in limitation, of the powers conferred upon the Association by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Association. The Association is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The postoffice address of the principal office of the Association in this State is Route #2, Smithsburg, Maryland. The resident agent of the Association is Wilmer E. Dunn, whose postoffice address is Route #2, Smithsburg, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Association is not authorized to issue any capital stock and shall be a non stock and non profit corporation. No officer of the Association shall draw any salary.

SIXTH: Qualification for membership, number and duties of officers and other matters governing the functions of said Association are to be set forth and regulated by the By-Laws of the Association.

SEVENTH; The Association shall have three (3) directors and Wilmer E. Dunn, Paul Hurbanis and Roscoe D. Corderman shall act as such until the first annual meeting, or until their successors are duly chose and qualify.

IN WITNESS WHEREOF, we have signed these Articles of
Incorporation on the 10th day of May, 1960.

WITNESS:

Kenneth L May

Wilmer E. Dunn
Wilmer E. Dunn

Kenneth L May

Paul Hurbanis
Paul Hurbanis

Kenneth L May

Roscoe D. Corderman
Roscoe D. Corderman

STATE OF MARYLAND

COUNTY OF

Washington

ss.

THIS IS TO CERTIFY, that on the 10th day of May, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Wilmer E. Dunn, Paul Hurbanis, and Roscoe D. Corderman, and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Official Notarial Seal.

Stanley H. Toms
Notary Public

My Commission Expires:
May 1, 1961



ARTICLES OF INCORPORATION
OF
HOLIDAY ACRES AND GREENVALE VILLAGE ASSOCIATION, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

Nov 12 05 PM '60

LIBER FOLIO
LAND ☐ MORTG ☐ SALE ☐
G. MERLIN SNYDER
CLERK

Receipt No. 181530

approved and received for record by the State Department of Assessments and Taxation
of Maryland May 19, 1960 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 4712

Recorded in Liber 2190, folio 172, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.


Charles M. Bandy
Director

Recorded November 1, 1960 at 12:05 P.M. Liber 82
Receipt No. 181550

ARTICLES OF INCORPORATION

OF

THE HUB CITY GIRLS' SOFTBALL
LEAGUE OF HAGERSTOWN, MARYLAND, INC.

FIRST: WE, THE UNDERSIGNED, Bernard Kuhn, whose post office address is 218 North Colonial Drive, Hagerstown, Maryland; Dorothy Gossard, whose post office address is 213 Devonshire Road, Hagerstown, Maryland; and Joseph Ward, Jr., whose post office address is 743 Weldon Place, Hagerstown, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is THE HUB CITY GIRLS' SOFTBALL LEAGUE OF HAGERSTOWN, MARYLAND, INC.

THIRD: The purposes for which the Corporation is formed are as follows: to conduct a club for the better physical and moral welfare of the members thereof; to enable the members to gather together for mutual benefit and enjoyment into an athletic and social club and to promote activities of a social and recreational nature.

FOURTH: The post office address of the principal office of the Corporation in this State is 218 North Colonial Drive, Hagerstown, Maryland. The name and post office address of the resident agent of the Corporation in this State are Bernard Kuhn, 218 North Colonial Drive, Hagerstown, Maryland. Said resident agent is a citizen of this State and actually resides herein.

FIFTH: The Corporation is not authorized to issue capital stock.

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the By-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Bernard Kuhn, Dorothy Gossard, and Joseph Ward, Jr.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We, Bernard Kuhn, Dorothy Gossard, and Joseph Ward, Jr., being all of the incorporators hereinabove named have hereunto set our respective hands and seals this 12th day of *May*, 1960.

Bernard Kuhn (SEAL)
Bernard Kuhn

Dorothy Gossard (SEAL)
Dorothy Gossard

WITNESS:

Joseph Ward Jr. (SEAL)
Joseph Ward, Jr.

Evelyn A. Hamlet

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY that on this 12th day of *May*, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared BERNARD KUHN, DOROTHY GOSSARD and JOSEPH WARD, JR. and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal, the day and year last

above written.



Evelyn A. Hamlet
Notary Public
My Commission Expires May 1, 1961.

ARTICLES OF INCORPORATION
OF
THE HUB CITY GIRLS' SOFTBALL LEAGUE OF
AGERSTOWN, MARYLAND, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

May 12 05 PM '60

LIBER
LAND RECORDS
G. NEHL
CLERK

Receipt No. 18552

approved and received for record by the State Department of Assessments and Taxation
of Maryland May 19, 1960 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 4673

Recorded in Liber 2189, folio 558, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$20.00 Recording fee paid \$10.00

To the clerk of the Circuit

Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Bales
Director

Recorded November 1, 1960 at 12:05 P.M. Liber 9
Receipt No. 181550

THE PENMARVA OIL COMPANY
ARTICLES OF INCORPORATION

FIRST: We, the undersigned, Charles Frank Willard, whose post office address is No. 519 Concord Avenue, Berkley Springs, West Virginia, Ralph E. Jones, whose post office address is No. 11 Pennsylvania Avenue, Hancock, Maryland, and Lindsay F. McGruer, whose post office address is No. 25 Lehigh Avenue, Hagerstown, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is THE PENMARVA OIL COMPANY.

THIRD: The purposes for which the Corporation is formed are as follows:

To carry on the business of wholesale and retail storers, suppliers, and distributors of gasoline, kerosene, fuel oil and other petroleum products in all its branches; to purchase or otherwise acquire real and personal property of all kinds for the aforesaid purposes; to erect all necessary or convenient works, machinery, workshops and other buildings and appliances to aid in such objects.

FOURTH: The post office address of the principal office of the Corporation in this State is No. 11 Pennsylvania Avenue, Hancock, Maryland. The name and post office address of the resident agent of the Corporation in this State are Ralph E. Jones, No. 11 Pennsylvania Avenue, Hancock, Maryland. Said resident agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Eight Thousand (8,000) shares of the par value of Twenty-five (\$25.00) Dollars a share,

all of one class, and having an aggregate par value of Two Hundred Thousand (\$200,000.00) Dollars.

SIXTH: The number of directors of the Corporation shall be Three (3), which number may be increased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Charles Frank Willard, Ralph E. Jones and Lindsay F. McGruer .

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

(2) The board of directors of the Corporation is hereby empowered to authorize the issuance of Two Thousand Nine Hundred Fifty-one (2,951) full paid and non-assessable shares of the par value of Twenty-five (\$25.00) Dollars a share to Ralph E. Jones for the following consideration, the value of which consideration is hereby stated to be not less than \$73,775.00, namely: All of the assets of the said Ralph E. Jones in the going business of a wholesale and retail gasoline and oil distribution business trading as Ralph E. Jones in Hancock, Maryland; and also is hereby empowered to authorize the issuance of Two Hundred Twenty-nine (229) full paid and non-assessable shares of the par value of Twenty-five (\$25.00) Dollars a share to Lindsay F. McGruer for the following consideration, the value of which consideration is hereby stated to be not less than Five Thousand Seven Hundred Twenty-five (\$5,725.00) Dollars, namely: All of the assets of the said Lindsay F. McGruer in the going business of a

wholesale and retail gasoline and oil distribution business of the said Lindsay F. McGruer on Lehigh Avenue in Hagerstown, Maryland.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on May 4th, 1960.

WITNESS:

Charles Frank Willard
Charles Frank Willard

Ralph E. Jones
Ralph E. Jones

Oswald Ottinger

Lindsay F. McGruer
Lindsay F. McGruer

STATE OF MARYLAND, COUNTY OF WASHINGTON, to-wit:

I HEREBY CERTIFY that on May 4th, 1960, before me, the subscriber, a notary public of the State of Maryland in and for the County of Washington, personally appeared Charles Frank Willard, Ralph E. Jones and Lindsay F. McGruer and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and notarial seal, the day and year last above written.

Joanne Snyder
Joanne Snyder
Notary Public



My Commission Expires: 5/1/61

ARTICLES OF INCORPORATION
OF
THE PENMARVA OIL COMPANY

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

Nov 1 12 05 PM '60

LIBER FOLIO
LANDS/C/CHITG/C/SALE
G. MERLIN SNYDER
CLERK

Receipt No. 181550

approved and received for record by the State Department of Assessments and Taxation
of Maryland May 6, 1960 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 4527

Recorded in Liber 2188, folio 398, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 40.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Bandy
Director

Recorded November 1, 1960 at 12:06 P.M. Liber 9
Receipt No. 181550

ARTICLES OF INCORPORATION

OF

"BARBER CONSTRUCTION COMPANY, INC"

THIS IS TO CERTIFY:

FIRST: That the subscribers, Scott A. Barber, whose post office address is 874 Frederick Street, Hagerstown, Maryland, Thomas F. Barber, whose post office address is Elmwood Drive, Hagerstown, Maryland, and Kenneth E. Carbaugh, whose post office address is 169 South Prospect Street, Hagerstown, Maryland, all being of legal age and citizens of the United States and of the State of Maryland, do under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, hereby associate ourselves with the intention of forming a corporation.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is "Barber Construction Company, Inc."

THIRD: The purposes for which the Corporation is formed and the business and objects to be carried on and promoted by it are as follows:

1. To conduct and carry on in the State of Maryland and elsewhere the business of constructing, altering, repairing, remodeling and demolishing of commercial or residential buildings and public works of all kinds and improving, laying out and developing real estate projects and leasing, selling and financing the same and conducting and carrying any other kinds of business which may be conveniently carried on within any of the purposes and objects of the Corporation as above set forth and to that end to employ engineers, architects, builders and craftsmen of all kinds and contractors for the above purposes; and to manufacture, purchase, distribute and deal in any and all kinds of

HARVEY M. MILLER
ATTORNEY AT LAW
HAGERSTOWN, MD.

building materials, building supplies or products of any kind and character needed for the aforesaid purposes and to do any and all things necessary and proper to effect said purposes; to purchase or otherwise acquire and undertake all or any part of the business, property, assets and liabilities of any person, partnership or corporation carrying on any kind of business which this Corporation is authorized to conduct and to enter into partnerships or into any agreement for the sharing of profits, union of interests, reciprocal concessions, or to cooperate with any persons, partnerships or corporations carrying on any business which this Corporation is authorized to conduct, or any business or transaction capable of being conducted so as, directly or indirectly to benefit this Corporation.

2. To purchase, lease or otherwise acquire, hold, own, use, manage, improve, maintain, develop, sell, transfer, exchange, mortgage, convey or otherwise acquire and dispose of all kinds of property, whether real or personal in this State or in any other State, District or Territory of the United States, which shall be necessary or convenient in connection with or in carrying on the business of said Corporation or any part thereof.

3. To purchase or otherwise acquire all or any part of the property, stock, goodwill, rights, credits, accounts and/or any other assets of the business of any persons, partnerships, firms, associations or corporations heretofore or hereafter engaged in business similar to any business which this Corporation has the right to conduct, to hold, utilize, enjoy, or in any manner dispose of the whole or any part of the property, stock, rights, credits, accounts and any other assets of any business so acquired and to assume in connection with any such purchase all debts, contracts, obligations and liabilities of any such persons,

partnerships, firms, associations or corporations.

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4. To subscribe for, acquire, sell, hold, exchange and deal in shares of stock, bonds, obligations and securities of any public or private corporation, government or municipality and to have the express power to hold, purchase, or otherwise acquire, sell, transfer, pledge, mortgage or otherwise dispose of, absolutely, or upon condition, shares of the capital stock, bonds, or other evidences of indebtedness created by any other corporation, and while the owner thereof to exercise all the incidents of ownership.

5. To issue shares of its stock of any class in the manner permitted by Law, to raise money for any of the purposes of the Corporation or in payment for property purchased or for services rendered the Corporation or for any other lawful consideration.

6. To borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes, or other obligations of any nature and in any manner permitted by law, to secure the repayment of money so borrowed or in payment of property purchased, or for any other lawful consideration and to secure the payment thereof and the interest thereon by mortgage upon, or pledge, or conveyance, or assignment in trust of the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned by the Corporation or thereafter acquired, and to sell, pledge, discount or otherwise dispose of such bonds, notes or other obligations of the Corporation for its corporate purposes.

7. To carry on any other business in connection with the business of the Corporation which may seem to be calculated, directly or indirectly, to effectuate the aforesaid purposes and objects or any of them, or to facilitate it in the transaction of its aforesaid business, or any part thereof, or in the transaction of any other business that may be calculated directly or indirectly, to enhance the value of its property and rights, not contrary to the Laws of the State of Maryland. The said Corporation shall enjoy and exercise all of the powers and rights conveyed by Law upon corporations and the enumeration of the specific powers in these Articles of Incorporation are in furtherance of and not in limitation of the general powers conferred by law upon corporations.

HARVEY M. MILLER
ATTORNEY AT LAW
HAGERSTOWN, MD.

FOURTH: The post office address of the principal

office of the Corporation in this State is 874 Frederick Street, Hagerstown, Maryland, and the resident agent of the Corporation in this State is Scott A. Barber whose post office address is 874 Frederick Street, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total amount of the authorized capital stock of the Corporation is one thousand (1000) shares of the par value of One Hundred (\$100.00) Dollars per share, all of one class and having an aggregate par value of One Hundred Thousand (\$100,000.00) Dollars.

SIXTH: The Corporation shall have three directors and Scott A. Barber, Thomas F. Barber and Kenneth E. Carbaugh, all residents of Washington County, State of Maryland, and actually residing therein, shall act as said directors until the first annual meeting of said Corporation or until their successors are duly chosen and qualified. The number of directors may be changed as the by-laws of the Corporation may from time to time provide, subject to the provisions of the Code of the Public General Laws of the State of Maryland.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 3rd day of May, A.D. 1960.

Scott A. Barber (SEAL)
Scott A. Barber

Thomas F. Barber (SEAL)
Thomas F. Barber

TEST:

Louise P. Spessard
Louise P. Spessard

Kenneth E. Carbaugh (SEAL)
Kenneth E. Carbaugh

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 3rd day of May, A.D. 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Scott A. Barber, Thomas F. Barber and Kenneth E. Carbaugh, known to me to be the persons whose names are subscribed to the foregoing Articles of Incorporation and acknowledged that they executed the same for the purposes therein contained.

Witness my hand and Official Notarial Seal.

Louise P. Spessard
Louise P. Spessard
Notary Public

ARTICLES OF INCORPORATION
OF
BARBER CONSTRUCTION COMPANY,

STATE OF MD. COUNTY
WASHINGTON COUNTY
RECEIVED FOR RECORD

May 1 12 05 PM '60

LIBER FOLIO
LANDS/CHARGE/SALES
G. MERLIN SNYDER
CLERK

Receipt No. 11550

approved and received for record by the State Department of Assessments and Taxation
of Maryland May 9, 1960 at 9:00 o'clock A.M. as in conformity
with law and ordered recorded.

A 4481

Recorded in Liber 7188, folio 139, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit

Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles F. Bontas
Director

Recorded November 1, 1960 at 12:06 P.M. Liber 9, Receipt No. 181550

CASCADE ENTERPRISES, INC.

ARTICLES OF INCORPORATION

(Under Section 4)

FIRST: We, the undersigned, Theodore E. Wade, whose post office address is Cascade Maryland, W. Warren Stultz, whose post office address is Route 6, Hagerstown, Md., and John G. Christie, whose post office address is Route 1, Lantz, Maryland, each being at least twenty one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation is CASCADE ENTERPRISES, INC.

THIRD: The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

(1) To engage in the business commonly known as logging including the purchase of standing timber, felled timber or timber brought to the mill, and the transport of said timber or the lumber manufactured from the same to any point wanted, necessary or desirable to the Corporation, to buy, sell, lease, mortgage, operate for hire and to rent out all manner of logging machinery, ^{driven} equipment and motor/vehicles used or usable in logging operations or any part of the business thereof, and to do all of the above named operations either for itself or as agent for others.

(2) To engage in the operation of a saw mill either for the purpose of converting logs owned by the Corporation into lumber or for the purpose of converting logs owned by others than the Corporation into lumber and for generally carrying on a saw mill business; to buy, sell, lease mortgage, operate for hire and to rent out all manner of saw mill machinery, equipment and motor driven vehicles

used or usable in the operation of a saw mill or any part of the business thereof, and to do all of the above named operations either for itself or as the agent for others.

(3) To cultivate and improve farms, gardens and agriculture lands, to raise and improve live stock, chickens, turkeys and fowl of every kind and nature, to buy, sell, lease, mortgage, operate for hire, and to rent out all manner of farm machinery, equipment, tractors and trucks, and to do all of the above named operations either for itself or as the agent for others.

(4) To manufacture, buy, sell and deal in either for itself or as Agent for others, in lumber, millwork, furniture and building materials of all kind and nature; to make and purchase materials for the construction of buildings, to erect buildings; to own, manage, operate, lease and sell buildings; to conduct and carry on the business of builders and contractors for the purpose of building, erecting, altering, repairing or doing any other work in connection with any and all classes of buildings and improvements of any kind and nature whatsoever.

(5) To engage in the business of operating for hire or renting out, either for itself or as the agent for others, all kinds and classes of motor vehicles, (including cars, trucks, trailers and tractors) and machinery and equipment of every kind and nature, to buy, sell, lease, mortgage and otherwise to acquire, deal with, mortgage or dispose of said motor vehicles, machinery and equipment in any lawful manner wanted, necessary or desirable for carrying on and promoting the said rental business.

(6) To engage in the business of making repairs to and servicing motor vehicles (including cars, trucks, trailers and tractors), machinery, equipment and appliances of all kinds and uses, to purchase at wholesale and sell at retail or to manufacture and sell, either at wholesale or retail, any and all kinds and classes of parts, accessories, gas, oil, grease, utensils and appliances incident to the conduct of said repair and service business; to procure, manufacture, lease or purchase any tools, appliances, machinery or equipment used in the furtherance or carrying on of said objects.

(7) To acquire the good-will, rights and property and to undertake the whole or any part of the assets or liabilities of any person, firm, business, association or corporation; to pay for the same in cash, the stock of this corporation, bonds, or otherwise; to hold or in any manner to dispose of the whole or any part of the property so purchased; to conduct in any lawful manner the whole or any part of any business so acquired, to exercise all the powers necessary or convenient in and about the conduct and management of such business.

(8) To apply for, purchase or in any manner to acquire and to hold or use or operate or sell or in any manner dispose of and to grant license or other rights in respect of and in any manner deal with any and all rights, inventions, improvements and processes used in connection with or secured under licenses, patent or copyrights of the U. S. or other countries, or otherwise, and to work, operate or develop the same and to carry on business, manufacturing, or otherwise which may be deemed to directly or indirectly effectuate these objects or any of them.

(9) To manufacture or to purchase or acquire in any lawful manner, and to hold, own, mortgage, pledge, sell, rent, transfer or in any manner dispose of and to deal and trade in goods, wares, merchandise and property of any and every class and description whether real, personal

and
or mixed, in any part of the world.

(10) To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge, or otherwise dispose of the shares of the capital stock of or any bonds, securities, or other evidence of indebtedness issued or created by any other corporation or corporations of this state or any other state, country, nation or government, and while owner of said stock, to exercise all of the rights, powers, and privileges of ownership, including the right to vote thereon to the same extent as natural persons might or could do.

FOURTH: The post office address of the principal office of the Corporation in this State is Cascade, Maryland. The name and the post office address of the resident agent of the Corporation

in this State are: Theodore E. Wade, Cascade, Maryland, who is
a citizen of Maryland and actually resides therein.

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FIFTH: The total amount of authorized capital stock of
the Corporation is One Hundred Thousand (\$100,000.00) Dollars par
value divided into Ten Thousand (10,000) Shares of the par value
of Ten (\$10.00) Dollars per share.

SIXTH: The number of directors of the Corporation shall
be three (3) which number may be increased or decreased pursuant
to the bylaws of the Corporation, but shall never be less than
three; and the names of the directors who shall act until the
first annual meeting or until their successors are duly chosen
and qualify are Theodore E. Wade, W. Warren Stultze and John G.
Christie.

SEVENTH: The duration of this Corporation shall be
perpetual.

IN WITNESS WHEREOF, we have signed these Articles of
Incorporation on April 29, 1960.

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WITNESS:

1. Theodore E. Wade
Theodore E. Wade

2. W. Warren Stultze
W. Warren Stultze

3. John G. Christie
John G. Christie

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY that on this 29th day of April, 1960, before
me, the subscriber, a Notary Public of the State and County aforesaid
personally appeared Theodore E. Wade, W. Warren Stultze, and John
G. Christie and severally acknowledged the foregoing Articles of
Incorporation to be their act.

WITNESS my hand and official Notarial Seal.



My Commission Expires:

May 1, 1961

Mary Bishop
Notary Public

ARTICLES OF INCORPORATION
OF
CASCADE ENTERPRISES, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

Nov 1 12 05 PM '60

LIBER FOLIO
LAND RECORDS
G. MERLIN SNYDER
CLERK

Receipt No. 111550

approved and received for record by the State Department of Assessments and Taxation
of Maryland May 2, 1960 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 4412

Recorded in Liber 2189, folio 349, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles A. Brantley
Director

Recorded November 1, 1960 at 12:06 P.M. Liber 9
Receipt No. 181550

505

ARTICLES OF SALE

THE HERALD-MAIL COMPANY

Transferor

AND

WENBIRT, INC.

Transferee

THIS IS TO CERTIFY:

FIRST: That The Herald-Mail Company has sold all its property and assets unto Wenbirt, Inc.

SECOND: The post office address of the principal place of business of The Herald-Mail Company is 25 Summit Avenue, Hagerstown, Maryland.

THIRD: That the post office address of the principal place of business of Wenbirt, Inc. is 25 Summit Avenue, Hagerstown, Maryland.

FOURTH: Both corporations party to these Articles were organized and created under the laws of the State of Maryland.

FIFTH: The Herald-Mail Company has sold to Wenbirt, Inc. all of the real property owned by The Herald-Mail Company and the buildings located thereon known as 25 Summit Avenue and all of the machinery, equipment, fixtures, furniture and property of every kind and description which belong to The Herald-Mail Company and was used in the operation of The Morning Herald and The Daily Mail in Hagerstown, Maryland.

The price is One Million Six Hundred Thousand (\$1,600,000) Dollars, all of which is to be paid in cash at the time the property referred to above is turned over to Wenbirt, Inc., which date it is contemplated will be on or after May 10, 1960.

SIXTH: That the principal office of The Herald-Mail Company is located in Washington County, Maryland.

That the principal office of Wenbirt, Inc. is located in Washington County, Maryland.

That all the property sold by The Herald-Mail Company to Wenbirt, Inc., the title to which could be affected by the recording among the land records is located in Washington County, Maryland.

SEVENTH: That the Board of Directors of The Herald-Mail Company, at a meeting duly convened and held on the 21st

day of April, 1960, duly advised the Articles hereinabove set forth and called a meeting of the stockholders of The Herald-Mail Company in the manner required by the charter of that corporation and the Laws of the State of Maryland to take action thereon.

EIGHTH: That a meeting of the stockholders of The Herald-Mail Company called by the Board of Directors as aforesaid, was held at the principal office of the corporation at 25 Summit Avenue on the 6th day of May, 1960, pursuant to notice to all stockholders required by the charter of the corporation according to the laws of the State of Maryland and at said meeting the stockholders of both common and preferred stock duly authorized and approved the Articles hereinabove set forth by a vote of more than two-thirds of the outstanding common stock of the corporation and by a vote of more than two-thirds of the outstanding preferred stock of the corporation and by a vote of more than two-thirds of the outstanding common and preferred stock of the corporation.

NINTH: The Articles of Sale aforesaid were approved by a majority vote of the Board of Directors of Wenbirt, Inc.

at a meeting held on May 9, 1960, no further action being required by the charter of Wenbirt, Inc.

IN WITNESS WHEREOF, The Herald-Mail Company and Wenbirt, Inc. have caused these presents to be signed by their Presidents and their corporate seals to be hereto attached and attested by their Secretaries on the 9th day of May, 1960.

THE HERALD-MAIL COMPANY

By William Preston Lane, Jr.
William Preston Lane, Jr.
President

Neill Baylor
Neill Baylor, Secretary

WENBIRT, INC.

By Franklin D. Schurz
Franklin D. Schurz
President

Aaron H. Huguenard
Aaron H. Huguenard, Secretary

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

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I HEREBY CERTIFY, that on this 9th day of May, A.D., 1960, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared William Preston Lane, Jr., President of The Herald-Mail Company, a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Sale to be the corporate act of said corporation; and at the same time personally appeared David W. Byron, and made oath in due form of law that he was Secretary of the meeting of stockholders of the corporation at which the foregoing Articles of Sale were approved, and that the matters and facts set forth in said Articles of Sale are true to the best of his knowledge, information and belief.

WITNESS my hand and Official Notarial Seal.

Comm. Exp.

May 1, 1961

Betty Baker
Notary Public

STATE OF MARYLAND

ss:

COUNTY OF WASHINGTON

I HEREBY CERTIFY, that on this 9th day of May A. D., 1960, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Franklin D. Schurz, President of Wenbirt, Inc., a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Sale to be the corporate act of said corporation; and at the same time made oath in due form of law that the matters and facts set forth in said Articles of Sale with respect to the authorization and approval thereof by the said Wenbirt, Inc. are true to the best of his knowledge, information and belief.

WITNESS my hand and Notarial Seal the day and year last above written.

Comm. Exp.

May 1, 1961

Betty Baker
Notary Public

ARTICLES OF SALE
OF
THE HERALD-MAIL COMPANY - transferor
to
WENBIRT, INC. - transferee

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

Nov 1 12 05 PM '60

LIBER
LAND RECORDS
G. MERLIN SNYDER
CLERK

Receipt No. 11550

approved and received for record by the State Department of Assessments and Taxation
of Maryland May 10, 1960 at 12:25 o'clock P.M. as in conformity
with law and ordered recorded.

A 4453

Recorded in Liber 2189, folio 601, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ Recording fee paid \$ 10.00
2.00 Certf. to Land Rec. Off. of Wash. Co.
\$ 12.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles A. Bontje
Director

Dec 2. Crawfords In Pouch

Oct 25/68

Recorded November 1, 1960 at 12:06 P.M. Liber 9,
Receipt No. 181550

THE HERALD-MAIL COMPANY

ARTICLES OF AMENDMENT

THIS IS TO CERTIFY:

FIRST: That the Certificate of Incorporation of The Herald-Mail Company, a Maryland Corporation having its principal office at 25 Summit Avenue, Hagerstown, Maryland, (hereinafter called the Corporation) is hereby amended by striking out Section Second of the said Certificate of Incorporation and inserting in lieu thereof the following:

Section Second: The name of the Corporation shall be:

LIAM, INC.

SECOND: That the Board of Directors of the Corporation at a meeting duly convened and held on April 26, 1960, duly advised the amendment to the Certificate of Incorporation hereinabove set forth, by passing a resolution declaring that said amendment is advisable and calling a special meeting of stockholders to take action thereon.

THIRD: That the special meeting of stockholders of the Corporation called by the Board of Directors of the Corporation as aforesaid and duly warned in the manner provided by law, was held at the principal office of the Corporation at 25 Summit Avenue, Hagerstown, Maryland, on May 6, 1960, and at said meeting the stockholders, by the affirmative vote of the holders of more than two-thirds of all of the shares of the common stock outstanding and entitled to vote, duly adopted the amendment to the Certificate of Incorporation hereinabove set forth.

IN WITNESS WHEREOF, The Herald-Mail Company, has caused

these presents to be signed in its name and on its behalf by its President, and its corporate seal to be hereto affixed and attested by its secretary on the 6th day of May, 1960.

THE HERALD-MAIL COMPANY

By William Preston Lane, Jr.
 William Preston Lane, Jr.
 President

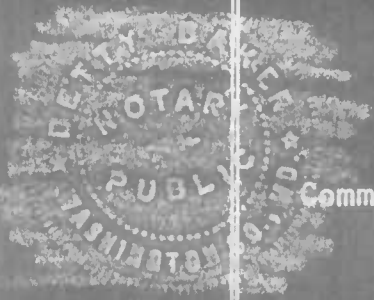
ATTEST:

C. Norris Baylor
 C. Norris Baylor, Secretary

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 6th day of May, A.D., 1960, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared William Preston Lane, Jr., President of The Herald-Mail Company, a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said corporation; and at the same time personally appeared David W. Byron and made oath in due form of law that he was secretary of the meeting of the stockholders of said corporation at which the amendment of the charter of the corporation therein set forth was approved, and that the matters and facts set forth in said Articles of Amendment are true to the best of his knowledge, information and belief.

WITNESS my hand and Official Notarial Seal.



Comm. Exp. May 1, 1961

Betty Baker
 Notary Public
 Betty Baker

*Subject to consent of name
 insured by Mr. Byron*

ARTICLES OF AMENDMENT
OF
THE HERALD-MAIL COMPANY
changing its name to
LIAM, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

May 12 12 05 PM '60

FILED
CLERK
G. M. H. H. H. H. H.

Receipt No. 161530

approved and received for record by the State Department of Assessments and Taxation
of Maryland May 12, 1960 at 9:00 o'clock A.M. as in conformity
with law and ordered recorded.

A 4469

Recorded in Liber 7188, folio 89, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ Recording fee paid \$ 10.00

To the clerk of the Circuit

Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles A. Bridge
Director

WENBIRT, INC.

ARTICLES OF AMENDMENT

(Under Sections 11-12)

WENBIRT, INC., a Maryland corporation having its principal office in Hagerstown, Maryland (hereinafter called the Corporation), hereby certifies to the State Department of Assessments and Taxation of Maryland, that:

FIRST: The charter of the Corporation is hereby amended by striking out article SECOND of the articles of incorporation and inserting in lieu thereof the following:

"SECOND: The name of the corporation is

THE HERALD-MAIL COMPANY"

SECOND: The board of directors of the Corporation, by the unanimous written consent of its members, filed with the minutes of the board, adopted a resolution in which was set forth the foregoing amendment to the charter, declaring that the said amendment of the charter was advisable and directing that it be submitted for action thereon by the stockholders.

THIRD: That the said amendment has been consented to and authorized by the holders of all the issued and outstanding stock, entitled to vote, by a written consent given in accordance with the provisions of Section 47 of Article 23 of the Annotated Code of Maryland, and filed with the corporation.

IN WITNESS WHEREOF, WENBIRT, INC. has caused these presents to be signed in its name and on its behalf by its President or one of its Vice-Presidents and its corporate seal to be hereunto affixed and attested by its Secretary on 10th May, 1960.

WENBIRT, INC.

BY Franklin D. Schurz
President
Franklin D. Schurz

Attest:

Aaron H. Huguenard
Secretary
Aaron H. Huguenard

STATE OF Maryland
COUNTY OF Washington } SS:

I HEREBY CERTIFY that on May 10, 1960, before me, the subscriber, a notary public of the State of Maryland, in and for the County of Washington, personally appeared Franklin D. Schurz, President of WENBIRT, INC., a Maryland corporation, and in the name and on behalf of the corporation acknowledged the foregoing Articles of Amendment to be the corporate act of the corporation; and at the same time personally appeared Aaron H. Huguenard and made oath in due form of law that he is the secretary of the corporation and that the matters and facts set forth in the Articles of Amendment are true to the best of his knowledge, information and belief.

WITNESS my hand and notarial seal or stamp, the day and year last above written.

Betty Baker
Notary Public
Betty Baker

SEAL

Comm. Exp
May 1, 1961

ARTICLES OF AMENDMENT

OF

WENBIRT, INC.

changing its name to

THE HERALD-MAIL COMPANY

STATE OF MD. COUNTY
WASHINGTON
RECEIVED FOR RECORD

MAY 12 06 PM '60

CLERK

Receipt No. 181550

approved and received for record by the State Department of Assessments and Taxation
of Maryland May 12, 1960 at 9:15 o'clock A. M. as in conformity
with law and ordered recorded.

A 4470

Recorded in Liber 2188, folio 92, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$ 10.00

To the clerk of the Circuit

Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.


Director

HENSON, INCORPORATED
ARTICLES OF AMENDMENT

Henson, Incorporated, a Maryland corporation, having its principal office in Washington County, Maryland (hereinafter called the Corporation), hereby certifies to the State Department of Assessments and Taxation of Maryland, that:

First: The charter of the Corporation is hereby amended by striking out Section Two of the articles of incorporation and inserting in lieu thereof the following:

The name of the Corporation (which is hereinafter called the Corporation) is Henson Aviation, Inc.

Second: The board of directors of the Corporation, at a meeting duly convened and held on April 1, 1960, adopted a resolution in which was set forth the foregoing amendment to the charter, declaring that the said amendment of the charter was advisable and directing that it be submitted for action thereon at a special meeting of the stockholders of the Corporation to be held on May 2, 1960.

Third: Notice setting forth the said amendment of the charter and stating that a purpose of the meeting of the stockholders would be to take action thereon, was given, as required by law, to all stockholders entitled to vote thereon; and like notice was given to all stockholders of the Corporation not entitled to vote thereon, whose contract rights as expressly set forth in the charter would be altered by the amendment.

Fourth: The amendment of the charter of the Corporation as hereinabove set forth was approved by the stockholders of the Corporation at said meeting by the affirmative vote of two-thirds of all the votes entitled to be cast thereon.

Fifth: The amendment of the charter of the Corporation as hereinabove set forth has been duly advised by the board of directors and approved by the stockholders of the Corporation.

In witness whereof, Henson, Incorporated has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary, on May 16th, 1960.



Henson, Incorporated
By Richard A. Henson
Richard A. Henson
President

Attest:

Edward W. Hopwood
Edward W. Hopwood
Secretary

STATE OF MARYLAND, WASHINGTON COUNTY, TO WIT:

I hereby certify that on May 16th, 1960, before me, the subscriber, a notary public of the State of Maryland, in and for the County of Washington, personally appeared Richard A. Henson, President of Henson Incorporated, a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said corporation; and at the same time personally appeared Edward W. Hopwood and made oath in due form of law that he was secretary of the meeting of the stockholders of said corporation at which the amendment of the charter of the corporation therein set forth was approved, and that the matters and facts set forth in said Articles of Amendment are true to the best of his knowledge, information and belief.

Witness my hand and notarial seal, the day and year last
above written.

William H. Bean

Notary Public
My Commission Expires
May 1, 1961



ARTICLES OF AMENDMENT
OF
HENSON INCORPORATED
changing its name to
HENSON AVIATION, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

Nov 1 12 05 PM '60

LIBER CLERK
LAND RECORDS
G. MERLIN SHIVER

Receipt No. 11757

approved and received for record by the State Department of Assessments and Taxation
of Maryland May 27, 1960 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 4796

Recorded in Liber *2191*, folio *30*, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

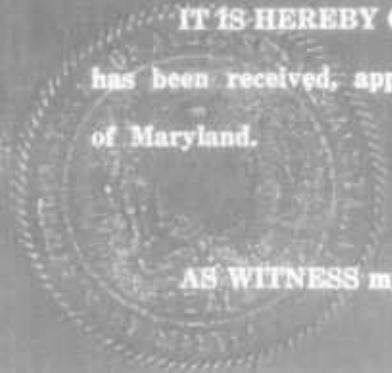
Bonus tax paid \$ _____ Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles A. Baugh
Director



Recorded December 7, 1960 at 12:23 P.M. Liber 9, Receipt No. 182403

BIG SPRING STORE & ELEVATOR, INC.

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, Guy K. Angle, whose post office address is Big Spring, Maryland, Maria S. Angle, whose post office address is Big Spring, Maryland, ^{+ FRANCES A. NEWKIRK, Big Spring, MD.} each being over twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is

BIG SPRING STORE & ELEVATOR, INC.

THIRD: The purposes for which the corporation is formed and the businesses or objects to be carried on by it are as follows:

(a) To process, deal in, manufacture, install, store, handle, transport, or otherwise work in or with building materials of all kinds, including lumber, roofing, insulating materials, plaster, wall, tile, ornamental and other boards, brick, concrete, structural steel, re-enforcing steel, glass, stone, pottery, tile, lighting fixtures, hardware, bathroom fixtures, plumbing supplies, electrical supplies, cements and plasters, stucco, stone and gravel, resinous waxes, textiles, incinerators, cesspools and septic tanks, fencing, wire and staples, waterproofing materials, sand, rubber, linoleums, carpets, builders' tools and machinery, and any and every other material, appurtenance, or process useful in, necessary for, or convenient in building, construction, engineering, and maintenance.

(b) To purchase, acquire, through the issuance of its capital stock or otherwise, own, hold, lease, either as lessor or lessee, sell, exchange, subdivide, mortgage, deed in trust, plant, improve, cultivate, develop, construct, maintain, equip, operate, and generally deal in any and all lands, improved and unimproved, dwelling houses, apartment houses, hotels, boardinghouses, business blocks, office buildings, manufacturing works and plants, and other buildings of any kind, and the products and avails thereof, and any and all other property of any and every kind or description, real, personal, and mixed, wheresoever situated.

(c) To act as a general contractor for the construction, repairing, and remodeling of buildings and public works of all kinds, and for the improvements of real estate, and the doing of any and all other business and contracting incidental thereto, or connected therewith, and the doing and performing of any and all acts or things necessary, proper, or convenient for or incidental to the furtherance or the

carrying out of the powers or purposes herein mentioned.

(d) To carry on a general construction business involving heavy timber; to erect buildings; to own, manage, operate, lease, and sell buildings; to conduct and carry on the business of builders and contractors for the purpose of building, altering, repairing, or doing any other work in connection with any and all classes of buildings and improvements.

(e) To manufacture, buy, sell, export, import, act as manufacturers' and others' agents and to generally deal in construction machinery of all classes and descriptions.

(f) To engage in the carrying on of a general business of manufacturing and selling electrical and mechanical products, equipment, parts, devices, instruments, specialty products, including research, development, design, maintenance, repair, and conversion of electrical and mechanical products; to purchase, lease, or otherwise acquire such grounds or buildings as this corporation may need for storage, warehousing, office, factory space, or for any other purpose in carrying on its business.

(g) To carry on a general earth-moving, tractor, and contracting business, and to that end to lease, charter, own, manufacture, acquire, deal in, advertise, and dispose of cranes, bulldozers, tractors, trucks, rigging, automobiles and other vehicles, and kindred appliances and equipment.

(h) To engage in the manufacture and sale of poultry and domestic animals feeds, hay, grain, coal, fertilizer, seeds, and all types of ranch, farm, and garden supplies and equipment, groceries and general merchandise usually found in a country store.

(i) To engage in and operate a general hardware and mercantile business and to deal in, buy, and sell general hardware, electrical and gas appliances, housewares, toys, general merchandise including paints and painting supplies, but not excluding any other articles of merchandise sometimes dealt in by hardware establishment.

(j) To engage in the general logging, lumber, timber bark, cross tie and pulp wood business, including, but without limitation, the manufacturing and sale of lumber and lumber products of all kinds.

(k) To buy, acquire, sell, retain, deal in, or otherwise dispose of, absolutely or contingently, petroleum and/or gas properties and interests (whether like or different), and any right, title, or interest therein, and to do all other

acts and things required to be done in connection therewith, either within or without the State of Maryland.

(l) To manufacture, purchase, or otherwise acquire, and to hold, own, use, sell and otherwise dispose of, and deal in and with paints, varnishes, lacquers, oils, colors, insecticides, tar products, acids, chemicals, and any and all products and by-products thereof, and all other articles connected with, or incident to, the carrying on of the business.

(m) To purchase, improve, develop, lease, exchange, sell, dispose of, and otherwise deal in and turn to account, real estate; to purchase, lease, build, construct, erect, occupy, and manage buildings of every kind and character whatsoever; to finance the purchase, improvement, development, and construction of land and buildings belonging to or to be acquired by this company, or any other person, firm or corporation.

(n) To buy, sell, and deal in all kinds, forms, and combinations of steel, iron, or other metals, or either or any of them, and in the products of steel, iron, or other metals, or either or any of them, and to transact a general steel, iron, and metal jobbing, distributing, and mercantile business.

(o) To engage in the business of buying, selling, distributing, leasing, servicing, repairing, and otherwise dealing in agricultural implements, vehicles, materials, machinery, and equipment, and in implements, vehicles, materials, machinery, and equipment of allied lines.

(p) To engage in the business of selling commercial and residential air conditioning and heating devices, equipment, and machinery.

(q) To engage in and carry on any other business which may conveniently be conducted in conjunction with any of the businesses of the corporation.

FOURTH: The post office address of the place at which the principal office of the corporation in this State shall be located is Big Spring, Maryland. The resident agent of the corporation is Guy K. Angle, whose post office address is Big Spring, Maryland. Said resident agent is a citizen of Maryland and actually resides therein.

FIFTH: The corporation shall have a minimum of three directors, and Guy K. Angle, Maria S. Angle and Frances A. Newkirk shall act as such until the first annual meeting or until their successors are duly chosen and qualified. The number of directors may be changed in such lawful manner as the By-Laws may from time to time provide.

SIXTH: The total amount of authorized capital stock of the corporation shall be One Hundred Thousand (\$100,000.00) Dollars, divided into Ten Thousand (10,000) shares of the par value of Ten (\$10.00) Dollars each, and shall be common capital stock.

SEVENTH: The Board of Directors of the corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, whether now or hereafter authorized at such consideration as said Board of Directors may deem advisable or securities convertible into shares of its stock, subject to such limitation and restrictions, if any, as may be set forth in the By-Laws of the corporation.

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 10 day of June, 1960.

WITNESS:

[Signature]

Guy K. Angle (SEAL)
Guy K. Angle

[Signature]

Maria S. Angle (SEAL)
Maria S. Angle

[Signature]

Frances A. Newkirk (SEAL)
Frances A. Newkirk

State of Maryland, County of Washington: ss:

I Hereby Certify, that on this 10 day of June, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared Guy K. Angle, Maria S. Angle and Frances A. Newkirk and severally acknowledged the foregoing Article of Incorporation to be

WITNESS my hand and Notarial Seal the day and year last above written.

[Signature]
Notary Public

My Commission Expires: May 1, 1961

ARTICLES OF INCORPORATION
OF
BIG SPRING STORE & ELEVATOR, INC.

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 13, 1960 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
JUN 13 1960
7 12 37 PM '60
FOLIO
JANUARY 1960
C. M. SWIDER
CLERK

A 5061

Recorded in Liber 2193, folio 590, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Martin
Director

Recorded December 7, 1960 at 12:23 P.M. Liber 9, Receipt No.
182403

ARTICLES OF INCORPORATION
OF
WILCO METAL PROCESSING CORP.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Clinton C. Hudson, whose post office address is Hagerstown, Maryland, Morrison W. Gano, whose post office address is Marlowe, West Virginia, and Clifford F. Hudson, whose post office address is Fork, Maryland, all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the corporation (which is herein after called the Corporation) is "WILCO METAL PROCESSING CORP."

THIRD: The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

(a) To carry on the business of mechanical and electrical engineers, tool makers, machinists, founders, smelters, metal workers, smiths, builders and fitters, and to buy, sell, manufacture, repair, convert, alter, lease, hire and deal in, machinery, implements, hardware and apparatus of all kinds.

(b) To conduct and carry on a general foundry and smelter and machine shop business, and engage in the manufacture of all kinds of casting, machinery, parts and supplies and to buy such casting, parts and supplies, either manufactured or unmanufactured, and to sell the same.

(c) To engage in a general engineering business and in the general practice of engineering in all its branches, and in that capacity to make, conduct, and supervise research, surveys, and investigations into all matters and things in the fields of science and technology.

(d) To engage in electroplating, processing, and magnetic inspection, cadmium plating, chromium plating, anodizing,

silver plating, nickel plating, copper plating, and similar activities.

(e) To engage in, conduct, and carry on business as metal craftsmen in the casting, spinning, plating, and die-stamping of metal of every kind, nature, or description; as producers and manufacturers of metal dies; as engravers, skilled artists, originators, and designers.

(f) To purchase, sell, mortgage, lease, improve, invest and deal in real estate, wheresoever situated, and to construct, equip, operate, lease, rent, hire and manage buildings of every kind and description.

(g) To acquire by purchase, lease or otherwise, the property, rights, business, good will, franchises and assets of every kind of any corporation, association, firm or individual carrying on in whole or in part the aforesaid businesses, or either of them, or any other business in whole or in part that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof and to pay for any property, rights, business, good will, franchises and assets so acquired in the stock, bonds, or other securities of the Corporation, or otherwise.

(h) To apply for, acquire, hold, use, sell, mortgage, license, assign or otherwise dispose of letters patent of the United States, or any foreign country, and any and all patent rights, licenses, privileges, inventions, improvements, processes and trademarks relating to or useful in connection with any business carried on by the Corporation.

(i) To carry on any other business in connection therewith which may seem to the Corporation to be calculated, directly or indirectly, to effectuate the aforesaid objects, or either of them, or to facilitate it in the transaction of its aforesaid business, or any part thereof, or in the transaction of any other business that may be calculated, directly or indirectly, to enhance the value of its property and rights, not contrary to the Laws of the State of Maryland, or any other State in which the

Corporation carries on business. The said Corporation shall enjoy and exercise all the powers and rights conferred by the Statute upon the Corporation and the enumeration of the specific powers in these Articles of Incorporation are in furtherance of and not in limitation of the general powers conferred by law.

FOURTH: The post office address of the place at which the principal office of the Corporation in this State will be located is Hagerstown, Maryland. The resident agent of the Corporation is Clinton C. Hudson, whose post office address is 800 Dual Highway, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have at least three (3) directors and not more than seven (7), and Clinton C. Hudson, Morrison W. Gano and Clifford F. Hudson shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

SIXTH: The total amount of the authorized capital stock of the Corporation is One Hundred Thousand (\$100,000.00) Dollars par value, divided into One Hundred Thousand (100,000) shares of the par value of One (\$1.00) Dollar each.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, ^{whether} now or hereafter authorized, and securities convertible into shares of its stock of any class, whether now or hereafter authorized, of such considerations as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the Corporation.

(b) The Board of Directors shall have the power to mortgage the property of the Corporation from time to time without the approval of the stockholders, subject to such

limitations and restrictions, if any, as may be set forth in the by-laws of the Corporation.

(c) The above granted powers to the Corporation and to the Board of Directors thereof are in furtherance of and not in limitation of the general powers conferred by law upon the directors of the Corporation.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 12th day of May, 1960.

WITNESS:

Clinton C. Hudson (SEAL)
Clinton C. Hudson

Olive R. Shupp
Morrison W. Gano (SEAL)
Morrison W. Gano

Vera M. Green
Clifford F. Hudson (SEAL)
Clifford F. Hudson

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 12th day of May, 1960, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Clinton C. Hudson and Morrison W. Gano and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal the day and year last above written.

My comm. exp. 5/1/61

Olive R. Shupp
Notary Public

STATE OF MARYLAND, Baltimore COUNTY, to-wit:

I HEREBY CERTIFY, That on this 19th day of May, 1960, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Clifford F. Hudson and acknowledged the foregoing Articles of Incorporation to be his act.

WITNESS my and and Notarial Seal the day and year last above written.

My commission expires:

May 1 1961

Vera M. Green
Notary Public

ARTICLES OF INCORPORATION
OF
WILCO METAL PROCESSING CORP.

STATE OF MD. COUNTY
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 182423

JUN 7 12 17 PM '60

CLERK OF THE COURT
O. MERRIN SMITH
JUN 7 1960

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 7, 1960 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 5001

Recorded in Liber 2192, folio 576, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit

Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles A. Bratton
Director

Recorded December 7, 1960 at 12:33 P.M. Liber 9, Receipt No. 182403

ARTICLES OF INCORPORATION

OF

JASAN DAIRY, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, John E. Rakestraw, whose post office address is 17 East Coover Street, Mechanicsburg, Pennsylvania; William E. Bitner,^{Jr.} whose post office address is 17 East Coover Street, Mechanicsburg, Pennsylvania; and George E. Snyder, whose post office address is 539 West Howard Street, Hagerstown, Maryland, all being at least twenty-one (21) years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation (which is herein-after called the "Corporation") is JASAN DAIRY, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

(a) To produce, purchase or otherwise acquire, prepare, treat, manufacture and sell both at wholesale and at retail, milk and dairy products and products containing milk in any form, and to carry on all the business essential thereto.

(b) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements and other personal property or equipment of every kind.

(c) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.

(d) To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of natural products, raw materials, manufactured

products and marketable goods, wares and merchandise of every description.

(e) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

(f) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(g) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a

distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(h) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation or association.

(i) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(j) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or

business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is 539 West Howard Street, Hagerstown, Maryland. The resident agent of the Corporation is George E. Snyder whose post office address is 539 West Howard Street, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock of all classes which the Corporation has authority to issue is Ten Thousand Shares (10,000) of the par value of Ten Dollars (\$10.00) each, all of which shares are of one (1) class and are designated Common Stock. The aggregate value of all shares having par value is One Hundred Thousand (\$100,000.00) Dollars.

SIXTH: The Corporation shall have three (3) directors and John E. Rakestraw, William E. Bitner and George E. Snyder shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders.

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of any class, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any,

as may be set forth in the By-laws of the Corporation.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(c) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and if any, what part, of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(d) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing

with or without a meeting.

(e) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time, existing to the exclusion of holders of any or all other classes at the time existing.

(f) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter.

(g) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or reclassify any unissued shares of stock, whether now or

hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of, redemption of, and the conversion rights of, such shares.

(h) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, We have signed these Articles of
Incorporation this 15th day of June, A.D., 1960.

533

WITNESS:

J. Boyd Landis
J. Boyd Landis
Shirley I. Shaw

John E. Rakestraw (SEAL)
John E. Rakestraw
William E. Bitner Jr. (SEAL)
William E. Bitner Jr.
George E. Snyder (SEAL)
George E. Snyder

STATE OF PENNSYLVANIA, CUMBERLAND COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 15th day of June A.D., 1960,
before me, the subscriber, a Notary Public of the State of Pennsylvania,
in and for Cumberland County, personally appeared John E. Rakestraw
and William E. Bitner and severally acknowledged the foregoing
Articles of Incorporation to be their respective act.

IN WITNESS WHEREOF, I have hereunto subscribed my name and
affixed my official Notarial Seal the day and year last above written.



Virginia L. Griffin
Notary Public

My Commission Expires:

NOTARY PUBLIC
My Commission Expires July 9, 1962
CARLISLE, PA.

STATE OF MARYLAND, WASHINGTON COUNTY, TO WIT:

I HEREBY CERTIFY, That on this 27th day of June, A.D.,
1960, before me, the subscriber, a Notary Public of the State of
Maryland, in and for Washington County, personally appeared George E.
Snyder and acknowledged the foregoing Articles of Incorporation to
be his act.

IN WITNESS WHEREOF, I have hereunto subscribed my name and
affixed my official Notarial Seal the day and year last above written.

Shirley I. Shaw

Shirley I. Shaw
Notary Public
My Commission Expires:
May 1, 1961



ARTICLES OF INCORPORATION
OF
JASAN DAIRY, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 12423

JUN 7 12 23 PM '60

DEPT. OF
LAND & MORTGAGE
CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 29, 1960 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 5351

Recorded in Liber 7196, folio 346, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 16.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles J. Britton
Director

Recorded December 7, 1960 at 12:23 P.M Liber 9, Receipt No.
ARTICLES OF INCORPORATION 182403

OF

THE WILLIAMSPORT LAUNDROMAT, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, John Francis Leary, whose post office address is No. 746 Summit Avenue, Hagerstown, Maryland, Elwood William Grimm, whose post office address is Route No. 2, Smithsburg, Maryland, and Donald H. Young, whose post office address is No. 101 Magnolia Avenue, Hagerstown, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is: THE WILLIAMSPORT LAUNDROMAT, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

- a. To engage in the laundering, dry cleaning and renovating of wearing apparel, clothes and fabric of any kind, for hire, in all business incidental thereto.
- b. To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.
- c. To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.
- d. To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in,

importers and exporters of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

e. To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

f. To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

g. To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares

of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers, and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

h. To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation or association.

i. To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

j. To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to

effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

k. To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is Conococheague Street and Sunset Avenue, Williamsport, Maryland. The resident agent of the Corporation is John Francis Leary, whose post office address is 746 Summit Avenue, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is one thousand (1000) shares, without par value, all of which shares are of one class and are designated common stock. Dividends may be declared on the common stock; and each share of common stock shall entitle the holder thereof to one vote in all proceedings in which action shall be taken by stockholders of the Corporation.

SIXTH: The Corporation shall have no less than three (3) nor more than seven (7) directors and John Francis Leary, Elwood William Grimm and Donald H. Young shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

SEVENTH: The following provisions are hereby adopted for

the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders;

539

a. The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and, if any, what part, of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 25th day of May, 1960.

John Francis Leary
John Francis Leary

Elwood William Grimm
Elwood William Grimm

WITNESS:

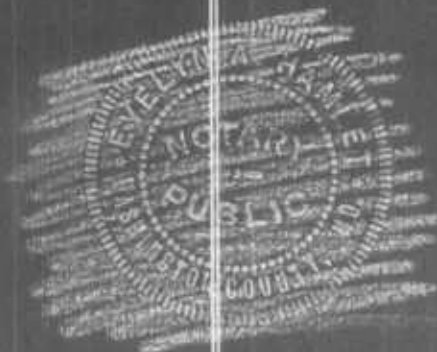
Donald H. Young
Donald H. Young

Evelyn A. Hamlet

STATE OF MARYLAND)
COUNTY OF WASHINGTON) ss.

THIS IS TO CERTIFY, that on this 25th day of May, A. D. 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared JOHN FRANCIS LEARY, ELWOOD WILLIAM GRIMM and DONALD H. YOUNG and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal the day and year first above written.



Evelyn A. Hamlet
Evelyn A. Hamlet, Notary Public
My Commission Expires May 1, 1961.

ARTICLES OF INCORPORATION
OF
THE WILLIAMSPORT LAUNDROMAT, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 181743

DEC 7 12 23 PM '60

LIBER 10110
LAND CLERK'S OFFICE
G. MERLIN SNYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 8, 1960 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 4947

Recorded in Liber 292, folio 552, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 12.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles M. Martin
Director

Recorded December 7, 1960 at 12:23 P.M. Liber 9, Receipt No. 182403

ARTICLES OF INCORPORATION
OF
ANTIETAM ACCEPTANCE CORP.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, William C. Hamilton, whose post office address is 1407 Oak Hill Avenue, Hagerstown, Maryland; Owen R. Jones, whose post office address is 950 Dual Highway, Hagerstown, Maryland; and, Lawrence P. Ambrose, whose post office address is 2330 Appletree Drive, Hagerstown, Maryland, all being at least twenty-one (21) years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is ANTIETAM ACCEPTANCE CORP.

THIRD: The purposes for which the Corporation is formed are as follows:

(a) To conduct a loan or brokerage business of financing the automobile trade; to discount trade acceptances and finance automobiles, trucks, or tractors on partial payment plan; to discount agreements made by automobile dealers in purchase or sale of any such vehicles; to purchase, finance, or discount commercial paper and warehouse receipts; to purchase or otherwise acquire open accounts receivable, notes, drafts, and acceptances from manufacturers and jobbers, and the installment lien obligations, covering any and all sales on any merchandise or other commodities; to purchase, loan upon, acquire, or otherwise sell and dispose of any and all installment lien obligations, or indebtedness incurred or to be incurred by any written instruments, and to guarantee, pledge, borrow, or raise money for any such investment in any way and to do such other financing as may be for the welfare of the corporation.

(b) To purchase, lease, or otherwise acquire, hold, develop, improve, mortgage, sell exchange, let, or in any manner encumber or dispose of real property wherever situated.

(c) To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

(d) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

(e) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(f) To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other

corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(g) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation or association.

(h) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(i) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(j) To carry out all or any part of the aforesaid purposes, and to conduct its business in ally or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain officies and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is 950 Dual Highway, Hagerstown, Maryland. The resident agent of the Corporation is William C. Hamilton, whose post office address is 1407 Oak Hill Avenue, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock of all classes which the Corporation has authority to issue is Ten Thousand (10,000) shares of the par value of Ten (\$10.00) Dollars each, all of which shares are of one (1) class and are designated Common Stock. The aggregate value of all shares having par value is One Hundred Thousand (\$100,000.00) Dollars.

SIXTH: The Corporation shall have three (3) directors and William C. Hamilton, Owen R. Jones and Lawrence P. Ambrose shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of any class, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of

this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(c) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and if any, what part, of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(d) The Corporation reserves the right to make, from time to time, any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

(e) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time, existing to the exclusion of holders of any or all other classes at the time existing.

(f) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter.

(g) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of, redemption of, and the conversion rights of, such shares.

(h) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders,

all powers of the Corporation, whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation this 31st day of May, A.D., 1960.

William C. Hamilton (SEAL)
William C. Hamilton

Owen R. Jones (SEAL)
Owen R. Jones

WITNESS:

Lawrence P. Ambrose (SEAL)
Lawrence P. Ambrose

Shirley I. Shaw
Shirley I. Shaw

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:-

I HEREBY CERTIFY, That on this 1st day of June A.D., 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared William C. Hamilton, Owen R. Jones and Lawrence P. Ambrose, and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my official Notarial Seal the day and year last above written.

Shirley I. Shaw
Shirley I. Shaw
Notary Public
My Commission Expires:-
May 1, 1961



ARTICLES OF INCORPORATION
OF
ANTIETAM ACCEPTANCE CORP.

STATE OF MD. COUNTY
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 112423

DEC 7 12 23 PM '60

FILED
NOT RECORDED
L. M. BAYDER
CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 2, 1960 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 4919

Recorded in Liber *2192*, folio *382*, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 16.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles M. Bontje
Director

Recorded December 7, 1960 at 12:23 P.M. Liber 9, Receipt No.

BIG BROTHERS OF HAGERSTOWN, MARYLAND, INC. ¹⁸²⁴⁰³

ARTICLES OF AMENDMENT

BIG BROTHERS OF HAGERSTOWN, MARYLAND, INC., A MARYLAND CORPORATION HAVING ITS PRINCIPAL OFFICE AT 100 NORTH POTOMAC STREET, HAGERSTOWN, WASHINGTON COUNTY, MARYLAND, HEREINAFTER CALLED THE CORPORATION, HEREBY CERTIFIES TO THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND, THAT:

FIRST: THE CHARTER OF THE CORPORATION IS HEREBY AMENDED AS FOLLOWS:

1. IN SECTION "THIRD", SUBSECTION A, ON LINE 2 THEREOF AFTER THE WORDS "WELFARE OF" DELETE THE WORD "UNDERPRIVILEGED."

2. IN SECTION "SIXTH", IN SUBSECTION A, DELETE THE SECOND SENTENCE AND INSERT IN LIEU THEREOF THE FOLLOWING:

"THE NUMBER OF DIRECTORS MAY BE CHANGED FROM TIME TO TIME IN ACCORDANCE WITH THE BY-LAWS AT ANY ANNUAL MEETING OF THE MEMBERSHIP".

3. IN SECTION "SIXTH", DELETE SUBSECTION B AND INSERT IN LIEU THEREOF THE FOLLOWING NEW SUBSECTION B:

"B. THE BOARD OF DIRECTORS SHALL EXERCISE THE POWERS OF THE CORPORATION BETWEEN MEETINGS OF THE CORPORATION EXCEPT FOR AMENDING THE ARTICLES OF INCORPORATION AND THE BY-LAWS."

4. IN SECTION "SIXTH", DELETE SUBSECTION C, AND D.

5. IN SECTION "SEVENTH", DELETE SUBSECTION B, C, AND D.

6. IN SECTION "EIGHTH", SUBSECTION A, ON LINE 2 THEREOF AFTER THE WORD "MEETING", DELETE THE FOLLOWING:

"BETWEEN AUGUST 1 AND SEPTEMBER 30"

AND INSERT IN LIEU THEREOF THE FOLLOWING:

"IN THE MONTH OF NOVEMBER".

7. IN SECTION "EIGHTH", SUBSECTION B, DELETE THE SECOND SENTENCE AND INSERT IN LIEU THEREOF THE FOLLOWING:

"TEN MEMBERS OR ONE-THIRD OF THE DULY ENROLLED MEMBERSHIP, WHICHEVER IS LESS, SHALL CONSTITUTE A QUORUM".

8. DELETE SECTION "NINTH", AND INSERT IN LIEU THEREOF THE FOLLOWING NEW SECTION NINTH:

"NINTH: THE MEMBERSHIP SHALL HAVE AUTHORITY TO

ADOPT AT ANY MEETING SUCH BY-LAWS NOT INCONSISTENT WITH THESE ARTICLES OF INCORPORATION, AS THEY MAY DEEM PROPER FOR THE PROMOTION OF THE PURPOSE AND OBJECTS FOR WHICH THIS CORPORATION IS FORMED."

9. IN SECTION "SECOND", LINE 3 DELETE "BIG BROTHERS OF HAGERSTOWN, MARYLAND, INC." AND INSERT IN LIEU THEREOF:

"BIG BROTHERS OF WASHINGTON COUNTY, MARYLAND, INC."

SECOND: THE BOARD OF DIRECTORS OF THE CORPORATION AT A MEETING DULY CONVENED AND HELD ON TUESDAY, JANUARY 19, 1960 ADOPTED A RESOLUTION IN WHICH WAS SET FORTH THE FORE-

GOING AMENDMENTS TO THE CHARTER DECLARING THAT THE SAID AMENDMENTS OF THE CHARTER WERE ADVISABLE AND DIRECTING THAT IT BE SUBMITTED FOR ACTION THEREON AT A REGULAR MEETING OF THE 551 MEMBERS OF THE CORPORATION TO BE HELD ON TUESDAY, FEBRUARY 23, 1960 PURSUANT TO WRITTEN NOTICE DATED FRIDAY, FEBRUARY 5, 1960 FILED WITH THE RECORDS OF THE MEETING AND CERTIFIED BY THE SECRETARY AS HAVING BEEN MAILED TO ALL THE MEMBERS ENTITLED TO NOTICE WHO WERE IN FACT ALL OF THE MEMBERS ENTITLED TO VOTE AND WHO UNANIMOUSLY CONSENTED TO SAID MEETING, A COPY OF THE PROPOSED AMENDMENTS ACCOMPANIED THE NOTICE AND WAS MAILED MORE THAN FIFTEEN DAYS PRIOR TO SAID MEETING.

THIRD: PURSUANT TO SAID WRITTEN NOTICE AS AFORESAID, SAID REGULAR MEETING OF THE MEMBERS WAS HELD WITH A MAJORITY OF MEMBERS ENTITLED TO VOTE THEREON PRESENT IN ATTENDANCE.

FOURTH: THE AMENDMENTS TO THE CHARTER OF THE CORPORATION AS HEREINABOVE SET FORTH WERE UNANIMOUSLY APPROVED AT SAID MEETING BY ALL OF THE MEMBERS OF THE CORPORATION PRESENT ENTITLED TO VOTE THEREON.

FIFTH: THE AMENDMENTS TO THE CHARTER OF THE CORPORATION AS HEREINABOVE SET FORTH HAVE BEEN DULY ADVISED BY THE BOARD OF DIRECTORS AND APPROVED BY THE MEMBERS OF THE CORPORATION.

IN WITNESS WHEREOF, BIG BROTHERS OF HAGERSTOWN, MARYLAND, INC. HAS CAUSED THESE PRESENTS TO BE FILED IN ITS NAME AND ON ITS BEHALF BY ITS PRESIDENT AND ITS CORPORATE SEAL TO BE HEREUNTO AFFIXED AND ATTESTED BY ITS SECRETARY ON May 16 1960.

CORPORATE SEAL: BIG BROTHERS OF HAGERSTOWN, MARYLAND, INC. 1956

ATTEST: Lawrence H. Cottrill

BY Morris Bassford President

STATE OF MARYLAND, COUNTY OF WASHINGTON, TO-WIT:

I HEREBY CERTIFY, THAT ON May 16, 1960, BEFORE ME, THE SUBSCRIBER, A NOTARY PUBLIC OF THE STATE OF MARYLAND IN AND FOR THE COUNTY OF WASHINGTON, PERSONALLY APPEARED MORRIS BASSFORD, PRESIDENT OF BIG BROTHERS OF HAGERSTOWN, MARYLAND, INC., A MARYLAND CORPORATION AND IN THE NAME AND ON BEHALF OF SAID CORPORATION ACKNOWLEDGED THE FOREGOING ARTICLES OF AMENDMENT TO BE THE CORPORATE ACT OF SAID CORPORATION; AND AT THE SAME TIME PERSONALLY APPEARED LAWRENCE H. COTTRILL AND MADE OATH IN DUE FORM OF LAW THAT HE WAS SECRETARY OF THE MEETING OF THE MEMBERS OF SAID CORPORATION AT WHICH THE AMENDMENTS OF THE CHARTER OF THE CORPORATION THEREIN SET FORTH WAS APPROVED, AND THAT THE MATTERS AND FACTS SET FORTH IN SAID ARTICLES OF AMENDMENT ARE TRUE TO THE BEST OF HIS KNOWLEDGE, INFORMATION AND BELIEF.

WITNESS MY HAND AND NOTARIAL SEAL THE DAY AND YEAR LAST ABOVE WRITTEN.

Audrey S. Kneller
NOTARY PUBLIC

MY COMMISSION EXPIRES: May 1, 1961

ARTICLES OF AMENDMENT
OF

BIG BROTHERS OF HAGERSTOWN, MARYLAND, INC.

changing its name to

BIG BROTHERS OF WASHINGTON COUNTY, MARYLAND, INC.

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD
JUN 11 1960
7 11 PM '60
CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 6, 1960 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 4965

Recorded in Liber *7193*, folio *96*, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Rutter
Director

Recorded December 7, 1960 at 12:23 P.M. Liber 9, Receipt No.
182403

LIAM, INC.

ARTICLES OF DISSOLUTION

Liam, Inc., a Maryland corporation having its principal office in Washington County, Maryland (hereinafter called the Corporation), hereby certifies to the State Department of Assessments and Taxation of Maryland, that:

FIRST: The Corporation is hereby dissolved.

SECOND: The name of the Corporation is as hereinabove set forth, and the post office address of the principal office of the Corporation in the State of Maryland, is 25 Summit Avenue, Hagerstown, Washington County, Maryland.

THIRD: The name and post office address of the resident agent of the Corporation in the State of Maryland, service of process upon whom shall bind the Corporation in any action, suit or proceeding pending or hereafter instituted or filed against the Corporation for one year after dissolution and thereafter until the affairs of the Corporation are wound up, are William Preston Lane, Jr., 25 Summit Avenue, Hagerstown, Washington County, Maryland. Said resident agent is an individual actually residing in this State.

FOURTH: The name and post office address of each of the directors of the Corporation are as follows:

Name	Post Office Address
William Preston Lane, Jr.	25 Summit Avenue, Hagerstown, Maryland
J. V. Jamison, III	1645 Fountain Head Road, Hagerstown, Maryland
Arthur F. Flood	519 Gordon Circle Hagerstown, Maryland
C. Neill Baylor	25 Summit Avenue, Hagerstown, Maryland
David W. Byron	Hagerstown Trust Building Hagerstown, Maryland

FIFTH: The name, title and post office address of each of the officers of the Corporation are as follows:

Name	Title	Post Office Address
William Preston Lane, Jr.	President	25 Summit Avenue Hagerstown, Maryland
David W. Byron	Vice President	Hagerstown Trust Building Hagerstown, Maryland
C. Neill Baylor	Secretary	25 Summit Avenue Hagerstown, Maryland
J. V. Jamison,	Treasurer	1645 Fountain Head Road Hagerstown, Maryland

SIXTH: The dissolution of the Corporation was duly advised by the board of directors at a meeting held April 21, 1960, and authorized by the stockholders of the Corporation at a meeting duly held May 23, 1960 by the affirmative vote of more than two-thirds of each class of stock entitled to vote thereon under the Laws of the State of Maryland and the charter of the Corporation.

SEVENTH: Notice that dissolution of the Corporation had been duly authorized pursuant to Article 23 of the Annotated Code of Maryland was mailed on May 24, 1960 to all known creditors of the Corporation.

EIGHTH: These Articles of Dissolution are accompanied by certificates of the Comptroller of the Treasury of the State of Maryland and of the following collectors of taxes (being all collectors of taxes in the list thereof heretofore supplied to the Corporation by the State Department of Assessments and Taxation of Maryland) stating in effect that all taxes levied on assessments made by the said Department and billed by and payable to such collecting authorities by the Corporation have been paid, except taxes barred by Section 160 of Article 81 or otherwise, including taxes billed for the year in which the dissolution of

of the Corporation is to be effected, namely:

Hugh K. Troxell, Tax Collector for Washington County

W. H. Burhans, Sr., Tax Collector for the City of
Hagerstown, Maryland

IN WITNESS WHEREOF, these Articles of Dissolution are
signed in the name and on behalf of Liam, Inc. by its President
and its corporate seal to be hereto affixed and attested by its
secretary on the 20th day of June, 1960.

LIAM, INC.

ATTEST:

By

William Preston Lane, Jr.
William Preston Lane, Jr.

C. Neill Baylor
C. Neill Baylor, Secretary

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 20th day of June, A.D.,
1960, before me, the subscriber, a Notary Public in and for
the State and County aforesaid, personally appeared William
Preston Lane, Jr., President of Liam, Inc., a Maryland corporation,
and in the name and on behalf of said corporation acknowledged
the foregoing Articles of Dissolution to be the corporate act
of said corporation; and at the same time personally appeared
David W. Byron and made oath in due form of law that he was
secretary of the meeting of the stockholders of said corporation
at which the dissolution of the corporation therein set forth
was approved, and that the matters and facts set forth in said
Articles of Dissolution are true to the best of his knowledge,
information and belief.

WITNESS my hand and Official Notarial Seal.

Exp. May 1, 1961

Betty Baker
Notary Public
Betty Baker

Hugh K. Troxell
TREASURER
OF
WASHINGTON COUNTY, MD.
Hagerstown, Maryland

RE: DISSOLUTION OF HERALD-MAIL PUBLISHING COMPANY, INCORPORATED.

I, Hugh K. Troxell, Treasurer for Washington County, State of Maryland, hereby certify that all taxes levied on assessments made by the State Tax Commission of Maryland, now known as the State Department of Assessments and Taxation, and billed by and payable to me by the Herald-Mail Publishing Company, Incorporated, have been paid to and including the year 1960.

Witness my hand and seal this 14 day of June, 1960.

Hugh K. Troxell (Seal)
Treasurer for Washington County,
Maryland.



CITY OF HAGERSTOWN
MARYLAND

DEPARTMENT OF REVENUE & FINANCE
W. H. BURHANS, SR.
TAX COLLECTOR & TREASURER

June 14, 1960

RE: DISSOLUTION OF HERALD-MAIL PUBLISHING COMPANY, INCORPORATED.

I, W. H. Burhans, Sr. Treasurer of THE CITY OF HAGERSTOWN, State of Maryland, hereby certify that all taxes levied on assessments made by the State Tax Commission of Maryland, now known as the State Department of Assessments and Taxation, and billed by and payable to me by the HERALD-MAIL PUBLISHING COMPANY, INCORPORATED, have been paid to and including the year 1960.

Witness my hand and seal this 14th day of June, 1960.

W. H. Burhans, Sr. (Seal)
Tax Collector & Treasurer for
THE CITY OF HAGERSTOWN.



STATE OF MARYLAND
COMPTROLLER OF THE TREASURY
STATE TREASURY BUILDING
ANNAPOLIS, MARYLAND

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LOUIS L. GOLDSTEIN
COMPTROLLER
BERNARD F. NOSSEL
CHIEF DEPUTY

THIS IS TO CERTIFY, That the books of the
State Comptroller's Office and of the Department of
Employment Security, as reflected in their certifi-
cation to the State Comptroller, show that all taxes
and charges due the State of Maryland, payable through
the said offices as of the date hereof by

LIAM, INC.

have been paid.

WITNESS my hand and official seal this
sixth day of June A. D. 1960.



John M. Jones
Deputy Comptroller

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
hereby gives notice that ARTICLES OF DISSOLUTION of the
..... LIAM, INC.
were received for record on June 21, 1960 , 19.....
in accordance with the provisions of Sec. 77 of Art. 23 of the
Code (1957 Edition).

..... Albert W. Ward

Director

ARTICLES OF DISSOLUTION
OF
LIAM, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 112413

Dec 7 12 24 PM '60

LIDER: 1010
 LAND: ☐ U/MORTG ☐ C/S/ALD
 G. MERLIN SHYDER
 CLERK

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 21, 1960 at 9:00 o'clock A.M. as in conformity
with law and ordered recorded.

A 5168

Recorded in Liber 2194, folio 579, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

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Special Fee
 Bonus tax paid \$ 10.00 Recording fee paid \$ 12.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Department of Assessments and Taxation of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles H. Kautz
Director

Recorded December 7, 1960 at 12:23 P.M. Liber 9, Receipt No.
182403

CERTIFIED COPY OF RESOLUTIONS OF BOARD OF DIRECTORS

I, MARIE E. ALLEN, do hereby certify that I am the duly elected, qualified and acting Secretary of Milbren Inc. and that at a meeting of the Board of Directors of said Corporation, held on the 16th day of June, 1960, the following resolutions were adopted, which resolutions remain in full force and effect.

"RESOLVED, that the resident agent of this Corporation in the State of Maryland be and it hereby is changed to Harry Adams, whose post office address is 2-4 North Potomac Street, Hagerstown, Maryland. The said resident agent so designated is a citizen of the State of Maryland and actually resides therein.

"FURTHER RESOLVED, that the principal office of this Corporation be and it hereby is changed from 10 Light Street, Baltimore, Maryland, to 2-4 North Potomac Street, Hagerstown, Maryland."

IN WITNESS WHEREOF, I have hereunto set my hand and seal of this Corporation.

Dated: June 16, 1960

Marie E. Allen
Marie E. Allen
Secretary

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NOTICE OF CHANGE OF PRINCIPAL OFFICE
OF RESIDENT AGENT

OF

MILBREN INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 182403

JUN 7 12 24 PM '60
CHANGE

FOLIO
LAND & NORTH
G. MERLIN SYDNER
CLERK

received for record June 17, 1960

, at 9:47 A.M.

and recorded in Liber F No. 192

Folio No. 82 one of

the charter records of the State Department of Assessments and Taxation of Maryland.

Clerk of the Circuit Court of Washington County

AA N^o 394

Recording Fee Paid \$2.00

FAIRCHILD ENGINE AND AIRPLANE CORPORATION

ARTICLES OF RESTATEMENT OF CHARTER

THIS IS TO CERTIFY:

FIRST: That FAIRCHILD ENGINE AND AIRPLANE CORPORATION, a Maryland corporation (hereinafter called the Corporation), desires to restate its Charter as now in effect as follows:

CHARTER

of

FAIRCHILD ENGINE AND AIRPLANE CORPORATION

THIS IS TO CERTIFY:

FIRST: We, the subscribers hereto, Roswell L. Gilpatric, Robert D. Gordon and Benjamin R. Shute, the post office address of all of whom is No. 15 Broad Street, Borough of Manhattan, City and State of New York, and all of whom are adult persons of full age, do hereby associate ourselves with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations.

SECOND: The name of the corporation (hereinafter called the Corporation), is FAIRCHILD ENGINE AND AIRPLANE CORPORATION.

THIRD: The purpose or purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it, are as follows:

(a) To manufacture, buy, sell, assemble, repair, store, hire, operate and deal in and with aircraft of all kinds and parts thereof, and supplies, accessories and equipment therefor, and all articles and things pertaining thereto or to the operation thereof or to any branch of the aviation industry;

(b) To manufacture, develop, experiment with, improve, buy, sell, hire, lease, import, export, deal in, operate or otherwise use at any place or places airplanes, airships, monoplanes, biplanes, seaplanes, hydroplanes, flying boats, dirigibles, flying apparatus or other mechanical contrivances and devices for aerial operation or navigation of every nature, kind and

description, and any future improvements or developments of the same, motors, engines or other machinery or devices of every kind and description for the generation of power for the propulsion of the above mentioned aircraft, airships, aero and other planes, machines, contrivances and devices for aerial operation and all machinery, appliances, tools, supplies or materials used or capable of use in the construction of the same;

(c) To purchase, own and hold the stock of other corporations engaged in any branch of the aviation industry, and to do every act and thing covered generally by the denomination "holding corporation", and especially to direct the operations of other corporations engaged in any branch of the aviation industry through the ownership of stock therein;

(d) To purchase or otherwise acquire, hold, own, use and operate under any letters patent of the United States or of any other country or government, covering or relating to any of the machines, contrivances, devices, articles and things hereinbefore referred to or any future improvements therein or the manufacture, use or sale of the same, as well also any interest or interests in any such letters patent, or in any inventions, improvements and processes relating to any of the articles or things aforesaid, whether covered by letters patent or not, and to sell and assign the same, or any interests therein and otherwise to deal in the same, and to grant and convey licenses in respect thereto;

(e) To borrow or raise moneys for any of the purposes of the Corporation from time to time and without limit as to amount; from time to time to issue and sell its securities in such amounts, on such terms and conditions, for such purposes and for such prices now or hereafter permitted by the laws of the State of Maryland and by this Certificate of Incorporation, as the Board of Directors of the Corporation may determine; and to secure any such securities, or any moneys so borrowed, by mortgage or mortgages, or deed or deeds of trust, or pledge or other lien upon any or all of the property, rights, privileges or franchises of the Corporation, wheresoever situated, acquired or to be acquired;

(f) To acquire by purchase, exchange, devise or otherwise, and to underwrite, hold, mortgage, pledge, sell, exchange or otherwise dispose of, and generally to deal in, full or part-paid securities (which term "securities" shall for the purpose of this Article, without limitation of the generality thereof, be deemed to include any stocks, shares, bonds, debentures, notes, mortgages or other obligations, and any certificates, receipts, warrants or other instruments representing rights to receive, purchase or subscribe for the same, or representing

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any other rights or interests therein or in any property or assets) created or issued by any corporations, associations, partnerships, firms, syndicates, individuals, governments, states, municipalities or other political or governmental divisions or subdivisions; to such extent as a corporation organized under the Laws of the State of Maryland relating to Business Corporations may now or hereafter lawfully do, to issue in exchange therefor or in payment thereof its own securities, or to make payment therefor by any other lawful means whatsoever; and to exercise, as owner or holder of any securities, all rights, powers and privileges in respect thereof;

(g) To acquire by purchase, exchange or otherwise, all, or any part of, or any interest in, the properties, assets, business and good will of any one or more corporations, associations, partnerships, firms, syndicates or individuals, engaged in any business for which a corporation may now or hereafter be organized under the Laws of the State of Maryland relating to Business Corporations; to pay for the same in cash, property or its own or other securities; to hold, operate, reorganize, liquidate, mortgage, pledge, sell, exchange, or in any manner dispose of the whole or any part thereof; and in connection therewith, to assume or guarantee performance of any liabilities, obligations or contracts of corporations, associations, partnerships, firms, syndicates or individuals, and to conduct in any lawful manner the whole or any part of any business thus acquired;

(h) To promote, organize, aid or assist, financially or otherwise, corporations, associations, partnerships, firms, syndicates or individuals engaged in any business whatsoever, to such extent as a corporation organized under the Laws of the State of Maryland relating to Business Corporations may now or hereafter lawfully do; and to a like extent to assume, guarantee or underwrite their securities, or principal, interest, dividends or sinking fund obligations in respect thereof, or the performance of all or any of their other obligations;

(i) To engage or participate in any mercantile, manufacturing or trading business of any kind or character whatsoever, within or without the State of Maryland, and to do all things incidental to any such business;

(j) To purchase, hold, cancel, reissue, sell, exchange, transfer or otherwise deal in its own securities (including shares of its capital stock, except to the extent expressly prohibited by the laws of the State of Maryland) from time to time to such an extent and in such manner and upon such terms as the Board of Directors shall determine;

(k) To carry out all or any part of the foregoing objects and purposes as principal, agent, contractor, or otherwise, either alone or in conjunction with any person, firm, corporation or other association, and in any part of the world; and in carrying on its business and for the purpose of attaining or furthering any of its objects or purposes, to make and perform such contracts of any kind and description, to do such acts and things, and to exercise any and all such powers, as a natural person could lawfully make, perform, do or exercise, provided that the same be not inconsistent with the laws of the State of Maryland;

(l) To have one or more offices within and outside the State of Maryland; and to purchase, take on lease or otherwise acquire, own, hold, develop, operate, lease, mortgage or pledge, sell, assign, transfer, exchange, or otherwise dispose of or turn to account, and convey any and all kinds of real and personal property or any interest therein either within or outside the State of Maryland; and

(m) To do any and all things necessary, suitable, convenient or proper for, or in connection with, or incidental to, the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or designed directly or indirectly to promote the interests of the Corporation, or to enhance the value of any of its properties; and in general to do any and all things and exercise any and all powers which it may now or hereafter be lawful for the Corporation to do or to exercise under the laws of the State of Maryland that may now or hereafter be applicable to the Corporation.

The purposes and powers specified in the clauses contained in this Article THIRD shall, except when otherwise expressed in this Article THIRD, be in no wise limited or restricted by reference to, or inference from, the terms of any other clause of this or of any other article of this Certificate; but the purposes and powers specified in each of the clauses of this Article THIRD shall be regarded as independent purposes and powers, and the specifications herein contained of particular powers of the Corporation is not intended to be, and is not, in limitation of, but is in furtherance of, the powers granted to corporations under the laws of the State of Maryland under and in pursuance of the provisions of which the Corporation is formed; but nothing herein contained shall be construed as authorizing the Corporation to carry on any business or to exercise any power or to do any act which a corporation organized under such laws may not at the time lawfully carry on, exercise or do.

FOURTH: The post office address of the place at which the principal office of the Corporation in this State will be located is Hagerstown 10,

Maryland. The resident agent of the Corporation is Paul S. Cleaveland, a citizen of the State of Maryland, actually residing therein, whose post office address is R.F.D. No. 1, Clear Spring, Maryland.

FIFTH: The total amount of the authorized capital stock of the Corporation is 5,150,000 shares, of which 150,000 shares are shares of preferred stock without par value (hereinafter called preferred stock) and 5,000,000 shares are shares of common stock of the par value of \$1 each (hereinafter called common stock).

The classes of capital stock of the Corporation, the preferences, voting powers, restrictions and qualifications of each class, the fixed annual dividends thereon, the times and prices of redemption thereof, the sinking funds therefor, and the conversion rights thereof are as in this Article FIFTH set forth, described, expressed and determined or as shall be fixed by the Board of Directors as hereinafter provided:

A. The Board of Directors is hereby expressly empowered to classify or reclassify, by articles supplementary to the Charter, any unissued preferred stock of the Corporation by fixing or altering in any one or more specified respects, from time to time before the issuance of such stock, the preferences, restrictions and qualifications of, the fixed annual dividends on, the prices of redemption of, the sinking funds, if any, therefor, and the conversion rights, if any, of, such stock, to the full extent now or hereafter permitted by the laws of Maryland, but subject to the limitations or restrictions set forth in the Charter. Pursuant to the power hereby granted to and vested in the Board of Directors, but without limiting the generality of the foregoing, the Board of Directors may create one or more classes

of preferred stock herein authorized by classification or reclassification of any unissued preferred stock, and, in connection with the creation of each such class of preferred stock, may fix and determine:

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- (1) the designation of the stock of such class;
- (2) the rate of fixed annual dividends which the holders of stock of such class shall be entitled to receive before any dividend shall be set apart for or paid to the holders of the common stock, which rate shall not exceed \$1.40 per share per annum, the dates of payment thereof, and the date from which the dividends on such class of preferred stock shall be cumulative;
- (3) the redemption price or prices per share of the stock of such class, which shall not exceed \$23 per share plus an amount equal to all dividends accrued or in arrears in respect of such stock;
- (4) the preference of the stock of such class over the common stock out of the assets available for distribution to the stockholders, whether from capital, surplus or earnings, in the event

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of any voluntary or involuntary liquidation, dissolution or winding up of the Corporation, provided that such preference shall not exceed, in the case of involuntary liquidation, dissolution or winding up of the Corporation, the sum of \$20 per share or, in the case of voluntary liquidation, dissolution or winding up, an amount equal to the then redemption price of the stock of such class, plus, in each case, an amount equal to all dividends accrued or in arrears in respect of such stock whether or not earned or declared;

(5) whether or not the stock of such class shall be entitled to the benefit of a sinking fund to be applied to the purchase or redemption thereof, and if so entitled, the amount of such fund, the manner of its application and the status of shares so purchased or redeemed;

(6) whether or not the stock of such class shall be convertible into stock of the Corporation of any other class or classes, and if so convertible, the price or prices and other terms and conditions upon which such conversion may be made; and

(7) whether or not the stock of such class shall be entitled to other rights in addition to those hereinafter set forth, including, without limitation, restrictive provisions with respect to the issuance of additional preferred stock of the same or any other class, the payment of dividends upon, or the making of any other distribution in respect of, the common stock, and the incurring of indebtedness, secured or unsecured, by the Corporation or any subsidiary (meaning any corporation the majority of the shares of the capital stock of which having voting power under ordinary circumstances is owned by the Corporation, either directly or through one or more subsidiary companies), provided that the shares of any one class shall be alike in all particulars.

Whenever the Board of Directors shall from time to time so create any class of preferred stock herein authorized by classifying or reclassifying any unissued preferred stock of the Corporation and, in connection therewith, shall so fix or alter the preferences, restrictions and qualifications, the fixed annual dividends on, the prices of redemption of, the sinking funds, if any, for, and the conversion rights, if any, of, such stock, pursuant to the power conferred by this Article FIFTH, and before any such preferred stock of such class shall be issued, a further description of such stock, with the preferences, restrictions and qualifications thereof, the fixed annual dividends thereon, the prices of redemption thereof, the sinking funds, if any, therefor, and the conversion rights, if any, thereof, as so fixed or altered by the Board of Directors, shall be set forth in articles supplementary to the Charter, which shall be executed, verified, acknowledged and delivered for record

in the manner required or permitted by the laws of Maryland, and thereupon the provisions of any such articles supplementary shall become a part of the Charter of the Corporation and shall be subject to amendment to the same extent provided therein for amendments to the Charter.

B. The preferences, voting powers, restrictions and qualifications applicable to each class of the preferred stock are as follows:

(1) Out of the surplus or the net profits of the Corporation, the holders of each class of preferred stock shall be entitled to receive, when and as declared by the Board of Directors, dividends at the per annum rate determined as in paragraph A of this Article provided for such class, and no more, payable as hereinafter provided for the periods and on the dates as determined as aforesaid. Dividends on all shares of the preferred stock of any one class shall commence to accrue and shall be cumulative from the date fixed by the Board of Directors as aforesaid (hereinafter sometimes referred to as the date of cumulation), but in the event of the issue of additional shares of such class subsequent to the date of the first issue of shares of such class all dividends paid on the shares of such class prior to the issue of such additional shares and all dividends declared payable to holders of record of shares of such class of a date prior to such issue shall be deemed to have been paid in respect of the additional shares so issued. From and after the date of cumulation such dividends shall be cumulative (whether or not in any dividend period there shall be net profits or surplus of the Corporation legally available for the payment of such dividends), so that if at any time dividends upon the outstanding preferred stock of all classes, at the respective per annum rate determined as in said paragraph A provided from the dates of cumulation of such classes to the end of the current dividend period, shall not have been paid or declared and a sum sufficient for the payment thereof set apart for such payment, dividends to the amount of such deficiency shall be paid or declared and set apart for payment before any sum or sums shall be set apart for or applied to the purchase (except as hereinafter permitted under (5)) or redemption of the preferred stock, before any distribution, whether by way of dividends or otherwise, shall be declared or paid upon or set apart for the common stock and before any shares of common stock shall be purchased, retired, or otherwise acquired by the Corporation. All dividends declared on the preferred stock shall be declared pro rata so that the amounts of dividends declared on the preferred stock of different classes shall in all cases bear to each other the same proportions that the respective rates of such respective classes bear to each other.

(2) Out of any surplus or any net profits of the Corporation remaining after making such provision for working capital and for reserves for any purpose as the Board of Directors may deem advisable, and after full cumulative dividends as aforesaid upon the preferred stock shall have been paid for all past dividend periods, and after or concurrently with making payment of or provision for full dividends on the preferred stock for the current dividend period, and after making such provision for the purchase or redemption of preferred stock as may be required for any class thereof or as the Board of Directors may deem advisable, then, and not otherwise, the holders of the common stock shall be entitled to receive, to the exclusion of the holders of the preferred stock, such dividends, payable in cash, stock of any class or otherwise, as may from time to time be declared by the Board of Directors. So long as any of the preferred stock shall be outstanding, no dividends shall be declared or paid upon or set apart for the common stock, and no shares of common stock shall be purchased, retired or otherwise acquired by the Corporation or by any subsidiary, unless, after giving effect thereto, the net assets of the Corporation (gross assets less all debts and other liabilities other than capital stock liability, but including as liabilities reserves for contingencies provided in accordance with sound accounting practice and excluding contingent liabilities) shall exceed the aggregate amount which the holders of the outstanding preferred stock would be entitled to receive in preference to the holders of the common stock out of the assets of the Corporation available for distribution to stockholders in the event of any involuntary liquidation, dissolution or winding up of the Corporation.

(3) The preferred stock shall be preferred over the common stock as to both earnings and assets and in the event of any voluntary or involuntary liquidation, dissolution or winding up of the Corporation, the holders of the preferred stock shall be entitled to receive out of the assets of the Corporation available for distribution to stockholders, whether from capital, surplus or earnings, an amount determined as in paragraph A of this Article provided for every share of their holdings of preferred stock, before any distribution of the assets shall be made to the holders of the common stock; but the holders of the common stock shall be entitled, to the exclusion of the holders of the preferred stock, to share ratably according to the number of shares held by each in all the assets of the Corporation remaining after such distribution to the holders of the preferred stock. If the assets distributable as aforesaid among the holders of preferred stock shall be insufficient to permit the payment to such preferred stockholders of the preferential amounts aforesaid, then the entire assets of the Corporation to be distributed shall be distributed ratably among the holders

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of the preferred stock according to such preferential amounts. Neither a consolidation nor a merger of the Corporation with or into any other corporation or corporations, nor the sale of all or substantially all of the assets of the Corporation, shall be deemed a liquidation, dissolution or winding up within the meaning of this clause.

(4) The term "dividends accrued or in arrears" whenever used herein or in any articles supplementary hereto with reference to the shares of the preferred stock of any class shall be deemed to mean (whether or not in any dividend period or in any part thereof with respect to which such term is used there shall have been any surplus or any net profits of the Corporation legally available for the payment of such dividends) that amount which shall be equal to cumulative dividends at the per annum rate determined as in said paragraph A provided from the date of cumulation to the date as of which such term is used (including an amount equal to the dividend at such rate for the elapsed portion of the current dividend period) less, in each case, the amount of all cumulative dividends paid upon such stock.

(5) The preferred stock of any class at any time outstanding may be redeemed by the Corporation, in whole or in part at any time or from time to time, at the election of the Corporation expressed by resolution of the Board of Directors, upon not less than thirty (30) days' prior notice to the holders of record of the preferred stock to be redeemed, given as hereinafter provided, at the redemption price or prices, determined as in paragraph A of this Article provided, of the preferred stock to be redeemed; provided, however, that less than all of the preferred stock at any time outstanding may not be redeemed when any dividends are in arrears upon any of the shares of the preferred stock then outstanding. If less than all the outstanding preferred stock of any class is to be redeemed, the redemption may be made either by lot or otherwise, in such manner as may be prescribed by resolution of the Board of Directors. Notice of such redemption shall be given by publication at least once a week for three successive weeks in a newspaper printed in the English language and published and of general circulation in the Borough of Manhattan, The City of New York, the first such publication to be not less than thirty (30) nor more than sixty (60) days prior to the redemption date. A similar notice shall be mailed by the Corporation postage prepaid not less than thirty (30) nor more than sixty (60) days prior to such redemption date to the respective holders of record of the preferred stock to be redeemed at their respective record addresses, but the mailing of such notice shall not be a condition precedent to such redemption. If such notice shall have

been so given by publication and default is not made in the payment of the redemption price pursuant thereto, then from and after the date fixed for redemption in such notice all dividends on the preferred stock thereby called for redemption shall cease to accrue and all rights of the holders thereof as such stockholders of the Corporation, except the right to receive the redemption price, shall cease and determine. If such notice shall have been so given by publication and the Corporation shall, prior to the redemption date specified in such notice, deposit moneys in trust for the payment of the redemption price pursuant thereto with any banking firm, bank or trust company having its principal office in the Borough of Manhattan, The City of New York, and having a capital of at least \$5,000,000, to be applied to such redemption, then from and after the date of such deposit, all rights of the holders of the preferred stock so called for redemption as such stockholders of the Corporation shall cease and determine, except the right to receive the redemption price therefor and to exercise the conversion rights thereof, if any, determined as in paragraph A of this Article provided. Any moneys so deposited which shall not be required for such redemption because of such exercise of conversion rights subsequent to the date of such deposit shall be returned to the Corporation forthwith. Any moneys unclaimed at the end of six years from such redemption date shall be repaid to the Corporation. Except as otherwise determined as in Paragraph A(5) of this Article provided, preferred stock redeemed or purchased shall have the status of authorized and unissued preferred stock and, until the classification thereof shall have been changed, shall retain the classification thereof obtaining before such redemption or purchase.

The Corporation shall not at any time purchase any shares of its preferred stock at a price in excess of the redemption price then in effect for such shares, and, while any dividends on any class of preferred stock shall be in arrears, the Corporation shall not purchase any shares of preferred stock except in accordance with a call for tenders or a purchase offer extended to all holders of preferred stock upon the same terms for all shares of any one class of such stock and upon terms which are equitable as between shares of different classes.

(6) Each holder of record of preferred stock shall, on all matters on which holders of common stock are entitled to vote, and voting as a single class together with the holders of the common stock, be entitled to one vote for each share of preferred stock standing in his name on the books of the Corporation; and in addition the holders of shares of preferred stock shall have voting power as hereinafter set forth:

(a) If and whenever dividends on any class of the preferred stock shall be in arrears and such arrears shall aggregate an amount equal to dividends (whether or not consecutive), representing at least one and one half ($1\frac{1}{2}$) years accrual, then the number of directors of the Corporation shall be increased by two, and the preferred stock shall have the right, all classes voting together, to elect two additional directors to fill the vacancies on the Board thus created, until all arrearages in dividends on the preferred stock shall have been paid in full and the dividends thereon for the current dividend period shall have been declared and set apart for payment, and thereupon all voting rights and rights to notice of stockholders' meetings provided for in this subparagraph (a) shall be divested from the preferred stock (subject, however, to being, at any time or from time to time, similarly revived and divested). At any time after the holders of the preferred stock shall have thus become entitled to elect two additional members of the Board of Directors of the Corporation, the Secretary of the Corporation may, and upon the written request of holders of record of at least 10% of the preferred stock then outstanding addressed to him at the statutory office of the Corporation in Maryland shall, call a special meeting of the holders of preferred stock for the purpose of electing such directors, to be held within 40 days of the receipt of such request at said office of the Corporation upon the notice provided by law and the By-laws of the Corporation for the holding of special meetings of stockholders; provided, however, that the Secretary need not call any such special meeting at the request of such holders of preferred stock if the annual meeting of stockholders is to convene within 90 days

after receipt by the Secretary of such request. If such special meeting shall not be called by the Secretary within 20 days after the receipt of such request (not including, however, a request falling within the proviso to the foregoing sentence), then the holders of record of at least 10% of the preferred stock then outstanding may designate in writing one of their number to call such a meeting at the place and upon the notice above provided, and any person so designated for that purpose shall have access to the stock books of the Corporation for such purpose. At any such special meeting or at any annual meeting at which the holders of preferred stock shall be entitled to vote for the election of two additional directors as aforesaid, the holders of twenty-five percent (25%) of the then outstanding preferred stock present in person or by proxy shall be sufficient to constitute a quorum for the election of such two additional directors and for no other purpose, and the vote of the holders of a majority of the preferred stock so present at any such meeting at which there shall be such a quorum shall be sufficient to elect such two additional directors. The two persons so elected as directors by the preferred stock, together with the

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directors elected by the common stock and any other class of stock having voting rights for the election of directors, shall constitute the Board of Directors of the Corporation. Whenever the preferred stock shall be divested of such voting right as hereinabove in this subparagraph (a) provided, the directors so elected by the preferred stock shall thereupon cease to be directors of the Corporation, and thereupon the number of directors shall be reduced by two.

(b) The Corporation reserves the right to amend its Charter so as to change the terms of any of its outstanding stock by classification, reclassification or otherwise without authorization of the holders of all of such stock, but the Corporation shall not, so long as any preferred stock is outstanding,

(1) without the affirmative consent (given in writing or at a meeting duly called for that purpose) of the holders of two-thirds of the outstanding shares of preferred stock (all classes voting as one group),

(i) alter or amend the preferences, voting powers, restrictions, qualifications or other terms of the preferred stock so as to adversely affect any of the preferred stock; provided, however, that, if the proposed alteration or amendment shall adversely affect one or more but not all classes of preferred stock then outstanding such alteration or amendment may be effected with the affirmative consent (given as aforesaid) only of the holders of two-thirds of the outstanding shares of each class of preferred stock adversely affected (but if more than one class is adversely affected in the same manner, then with respect to those classes there need only be the affirmative consent of two-thirds of the aggregate of those classes voting as a group); or

(ii) create any class of stock which shall rank prior to the preferred stock in respect of either payment of dividends or distribution of assets upon dissolution, liquidation or winding up of the Corporation;

or

(2) without the affirmative consent (given as aforesaid) of the holders of a majority of the outstanding shares of preferred stock (all classes voting as one group),

(i) increase the amount of preferred stock authorized to be issued beyond 150,000 shares, or

(ii) create any class of stock which shall rank on a parity with the preferred stock in respect of either payment of dividends or distribution of assets upon dissolution, liquidation or winding up of the Corporation.

C. Each holder of record of common stock shall be entitled to one vote for each share of such stock standing in his name on the books of the Corporation.

D. No holder of preferred stock and no holder of common stock shall, as such holder, have any right to purchase or subscribe for any shares of the capital stock of the Corporation of any class, or any instrument or instruments that shall confer upon the holder or holders thereof the right to subscribe for or to purchase or receive from the Corporation any shares of the capital stock of the Corporation of any class, which it may issue or sell (whether out of the number of shares authorized by the Charter, or by any amendment hereto, or out of any shares of the capital stock of the Corporation acquired by it after the issue thereof), or any right to purchase or subscribe for any obligation which the Corporation may issue or sell that shall be convertible into, or exchangeable for, any shares of the capital stock of the Corporation of any class, other than such right, if any, as the Board of Directors in its discretion may from time to time determine.

SIXTH: The number of directors shall be eleven (11) and the names of those in office on June 9, 1960, are as follows:

James A. Allis
J. H. Carmichael
Robert B. Carney
Charles H. Colvin
C. Leo DeOrsey
Sherman M. Fairchild
Wm. Preston Lane, Jr.
Grover Loening
F. E. Newbold, Jr.
Frank R. Nichols
Ralph S. Stillman

The number of directors may be changed in such lawful manner as herein provided or as the By-laws may from time to time provide.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(a) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a majority or other designated proportion of the shares, or

to be otherwise taken or authorized by vote of the stockholders and except as otherwise provided in Article FIFTH hereof, such action shall be effective and valid if taken or authorized by the affirmative vote of the holders of a majority of the total number of shares of the capital stock of the Corporation outstanding and entitled to vote thereon.

(b) The Board of Directors is hereby empowered to authorize the issuance from time to time of shares of its capital stock of any class whether now or hereafter authorized and of securities convertible into shares of its capital stock of any class whether now or hereafter authorized for such considerations as the Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-laws of the Corporation. The Board of Directors is hereby empowered to authorize the issuance from time to time of not exceeding five thousand five hundred and thirty-eight (5,538) fully paid and non-assessable shares of common stock of the Corporation of the par value of \$1 each, for and in consideration of forty-eight (48) shares of the 7% Cumulative Preferred Stock of the par value of \$100 per share and eight hundred and eighty-six (886) shares of the Common Stock of the par value of \$1 per share of Fairchild Aircraft Corporation, a Maryland corporation, at the rate of sixty (60) shares of common stock of the Corporation for each share of such Preferred Stock of Fairchild Aircraft Corporation and three (3) shares of common stock of the Corporation for each share of such Common Stock of Fairchild Aircraft Corporation. The actual value of said consideration as fixed by the Board of Directors is not less than Eleven thousand five hundred Dollars (\$11,500).

(c) The By-laws of the Corporation may authorize the Board of Directors, by the vote of a majority of the entire Board of Directors, to increase the number of directors fixed by this Certificate of Incorporation or by the By-laws within a limit specified in the By-laws, provided that in no case shall the number of directors be less than three, and to fill the vacancies created by any such increase in the number of directors. Unless otherwise provided by the By-laws of the Corporation, the directors of the Corporation need not be stockholders therein.

(d) The Board of Directors shall have power, if authorized by the By-laws, to designate by resolution or resolutions adopted by a majority of the whole Board of Directors, one or more committees, each committee to consist of two or more of the directors of the Corporation, which, to the extent provided in said resolutions or in the By-laws of the Corporation and permitted by the laws of Maryland, shall have and may exercise any or all of the powers of the Board of Directors in the

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management of the business and affairs of the Corporation, and may have power to authorize the seal of the Corporation to be affixed to all papers which may require it.

(e) The Board of Directors shall, subject to the laws of Maryland, have power to determine from time to time whether and to what extent and at what times and places and under what conditions and regulations any accounts and books of the Corporation, or any of them, shall be open to the inspection of the stockholders; and no stockholder shall have any right to inspect any account or book or document of the Corporation, except as conferred by the laws of Maryland, unless and until authorized so to do by resolution of the Board of Directors, or of the stockholders.

(f) Any director, or any officer elected or appointed by the Board of Directors or by any committee of said Board or by the stockholders or otherwise, may be removed at any time, with or without cause, in such lawful manner as may be provided in the By-laws of the Corporation.

(g) If the By-laws so provide, the Board of Directors of the Corporation shall have power to hold their meetings, to have an office or offices and, subject to the provisions of the laws of Maryland, to keep the books of the Corporation, outside of said State at such places as may from time to time be designated by them.

(h) The Board of Directors shall have power to borrow or raise money, from time to time and without limit, and upon any terms, for any corporate purposes; and, subject to the laws of Maryland, to authorize the creation, issue, assumption or guaranty of bonds, notes or other evidences of indebtedness for moneys so borrowed, to include therein such provisions as to redeemability, convertibility or otherwise, as the Board of Directors, in its sole discretion, may determine and to secure the payment of principal, interest or sinking fund in respect thereof by mortgage upon, or the pledge of, or the conveyance or assignment in trust of, the whole or any part of the properties, assets and good will of the Corporation then owned or thereafter acquired.

(i) In addition to the powers and authorities hereinbefore or by statute expressly conferred upon them, the Board of Directors may exercise all such powers and do all such acts and things as may be exercised or done by the Corporation, subject, nevertheless, to the express provisions of the laws of Maryland, of this Certificate of Incorporation, and of the By-laws of the Corporation.

(j) Any director individually, or any firm of which any director may be a member, or any corporation of which any director may be an officer, director, or holder of any amount of its capital stock, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the Corporation, and in the absence of fraud no contract or other transaction shall be thereby affected or invalidated; provided that in case a director, or a firm of which a director is a member, is so interested, such fact shall be disclosed or shall have been known to the Board of Directors or a majority thereof. Any director of the Corporation who is also a director or officer or holder of any amount of the capital stock of such other corporation or who, or the firm of which he is a member, is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the Corporation which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer or holder of the capital stock of such other corporation or not so interested or a member of a firm so interested.

(k) Any contract, transaction or act of the Corporation or of the directors which shall be ratified by a majority in interest of the stockholders present and entitled to vote at any annual meeting or at any special meeting called for such purpose, a quorum being present, shall so far as permitted by law be as valid and as binding as though ratified by every stockholder of the Corporation.

EIGHTH: From time to time any of the provisions of this Certificate of Incorporation may be amended, altered or repealed, and other provisions authorized by the statutes of the State of Maryland at the time in force may be added or inserted in the manner at the time prescribed by said statutes, and all rights at any time conferred upon the stockholders of the Corporation by this Certificate of Incorporation are granted subject to the provisions of this Article EIGHTH.

IN WITNESS WHEREOF, we have signed this Certificate of Incorporation on this 2nd day of November, 1936.

Witness:

SAMUEL SHARPE as to R. L. GILPATRIC.

SAMUEL SHARPE as to R. D. GORDON.

SAMUEL SHARPE as to B. R. SHUTE.

STATE OF NEW YORK,)
) ss.:
COUNTY OF NEW YORK,)

I hereby certify that on the 2nd day of November, 1936, before me the subscriber, a Notary Public of the State of New York in and for said County, personally came R. L. GILPATRIC, R. D. GORDON and B. R. SHUTE, who severally acknowledged the foregoing Certificate of Incorporation to be their act.

Witness my hand and seal, the day and year last above written.

JOHN F. HARDING,
Notary Public, Queens County.
Queens Co. Clerk's No. 2693, Reg. No. 6699.
Kings Co. Clerk's No. 79, Reg. No. 7263.
N. Y. Co. Clerk's No. 797, Reg. No. 7H507.
Bronx Co. Clerk's No. 46, Reg. No. 151H37.
Certificate filed also in Suffolk County.
Commission expires March 30, 1937.

(NOTARIAL SEAL)

SECOND: That the provisions set forth above are all the provisions of the Charter of the Corporation now in effect.

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THIRD: That such restatement of the Charter of the Corporation has been authorized by vote of a majority of the entire Board of Directors of the Corporation.

FOURTH: That no amendment of the Charter of the Corporation is being effected by these Articles of Restatement of the Charter of the Corporation except as in Section 13 of the Maryland Corporation Law specifically permitted.

IN WITNESS WHEREOF, FAIRCHILD ENGINE AND AIRPLANE CORPORATION has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary, on this 9th day of June, 1960.

FAIRCHILD ENGINE AND AIRPLANE CORPORATION

By

J. H. Carmichael
J. H. Carmichael
President

Attest:

Paul S. Cleaveland
Paul S. Cleaveland
Secretary

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STATE OF MARYLAND)
COUNTY OF WASHINGTON) ss.:

I HEREBY CERTIFY that on June 9, 1960, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared J. H. Carmichael, President of FAIRCHILD ENGINE AND AIRPLANE CORPORATION, a Maryland corporation, and in the name and on behalf of said Corporation acknowledged the foregoing Articles of Restatement of Charter to be the corporate act of said Corporation; and at the same time personally appeared Paul S. Cleaveland and made oath in due form of law that he was Secretary of the meeting of the Board of Directors of said Corporation at which the filing of said Articles of Restatement of Charter was approved and authorized, and that the matters and facts set forth in said Articles of Restatement of Charter are true to the best of his knowledge, information and belief.

WITNESS my hand and notarial seal, the day and year last above written

Margaret A. Shaw
Margaret A. Shaw
Notary Public

My Commission Expires: *May 1, 1961.*

ARTICLES OF RESTATEMENT OF CHARTER
OF
FAIRCHILD ENGINE AND AIRPLANE CORPORATION

approved and received for record by the State Department of Assessments and Taxation
of Maryland June 13, 1960 at 10:15 o'clock A.M. as in conformity
with law and ordered recorded.

A 5023

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
RECEIPT NO. 182463
JUN 7 12 34 PM '60
LARRY J. PAID
LARRY J. WATSON/CLERK
G. MERLIN SWYDER
CLERK

Recorded in Liber 2193, folio 385, one of the Charter Records of the State
Department of Assessments and Taxation of Maryland.

Bonus tax paid \$ _____ Recording fee paid \$ 36.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Department of Assessments and Taxation
of Maryland.

AS WITNESS my hand and seal of the said Department at Baltimore.

Charles M. Barton
Director